

FOI 0000002307

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: BREDECO PRICE Company
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

000004081160--6
-04/26/01--01074--004
*****87.50 *****87.50

D. BRYAN NORWOOD

(Name of Person)

BREDECO PRICE COMPANY

(Firm/Company)

2350 N. SAM HOUSTON PARKWAY E; SUITE 500

(Address)

HOUSTON, TEXAS

(City/State and Zip code)

For further information concerning this matter, please call:

D. BRYAN NORWOOD
(Name of Person)

at (281) 886-2333
(Area Code & Daytime Telephone Number)

STREET ADDRESS:
Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

☐ \$70.00 Filing Fee

☐ \$78.75 Filing Fee &
Certificate of Status

☐ \$78.75 Filing Fee &
Certified Copy

☒ \$87.50 Filing Fee,
Certificate of Status &
Certified Copy

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**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. BREDDO PRICE COMPANY
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. DELAWARE 3. 76-0463594
(State or country under the law of which it is incorporated) (FEL number, if applicable)
4. MARCH 14, 1995 5. PERPETUAL
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. UPON QUALIFICATION
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 2350 N. SAM HOUSTON PARKWAY E.; SUITE 500; HOUSTON, TEXAS 77032
(Principal office address)
SAME
(Current mailing address)
8. PIPELING COATING APPLICATION
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)
Name: CT Corporation System
Office Address: 1200 South Pine Island Road
Plantation, Florida 33324
(City) (Zip code)
10. Registered agent's acceptance:
Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.
CT Corporation System
EA Wallace
(Registered agent's signature) Assistant Secretary

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: MICHAEL D. REIDER

Address: KEYSTONE, FARNHAM COMMON, BUCKINGHAMSHIRE, ENGLAND SL2 3LH

Vice Chairman: JAMES H. MCTERNAN

Address: THE STABLES, COURT FARM, VILLAGE ROAD, DENHAM VILLAGE, BUCKINGHAMSHIRE, ENGLAND UB9 5BG

Director: JOHN A. GRAY

Address: CHILTERN COTTAGE, LINCOLN ROAD, GERRARDS CROSS, BUCKINGHAMSHIRE, ENGLAND SL9 9TQ

Director: PHILLIP L. EVANS

Address: 7 PASTORAL POND CIRCLE, THE WOODLANDS, TEXAS 77380

B. OFFICERS

President: PHILLIP L. EVANS

Address: 7 PASTORAL POND CIRCLE, THE WOODLANDS, TEXAS 77380

Vice President: DONALD F. McDONALD

Address: 6514 MISTY LAKE, SPRING, TEXAS 77379

Secretary: JAMES H. MCTERNAN

Address: THE STABLES, COURT FARM, VILLAGE ROAD, DENHAM VILLAGE, BUCKS, ENGLAND UB9 5BG

Treasurer: JOHN T. ANDERSON III

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. [Signature]
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. D. Bryan Norwood
(Typed or printed name and capacity of person signing application)

ADDENDUM

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: RICKIE M. HUDSON

Address: 26 SUMMER POST PLACE
THE WOODLANDS, TEXAS 77380

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: TOPU OIKAWA

Address: 14211 SCARBOROUGH FAIR
HOUSTON, TEXAS 77077

Vice President: DAVID R. SMITH

Address: C/O HALLIBURTON COMPANY
P.O. BOX 718, DALLAS, TEXAS 75221

Secretary: EUGENE FISHER

Address: C/O HALLIBURTON COMPANY, P.O. BOX 718, DALLAS, TEXAS 75221

Treasurer: D. BRYAN NORWOOD

Address: 323 KICKERILLO DR., HOUSTON, TEXAS 77079

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. _____
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. _____
(Typed or printed name and capacity of person signing application)

State of Delaware
Office of the Secretary of State PAGE 1

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"SHAW PIPE INC.", A DELAWARE CORPORATION,

WITH AND INTO "BREDERO PRICE COMPANY" UNDER THE NAME OF "BREDERO PRICE COMPANY", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE FOURTH DAY OF OCTOBER, A.D. 1996, AT 10:15 O'CLOCK A.M.

FILED
01 APR 26 AM 12:37
SECRETARY OF STATE
DELAWARE



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

2489736 8100M

AUTHENTICATION: 1028818

010113528

DATE: 03-19-01

**CERTIFICATE OF MERGER
OF
SHAW PIPE INC.
INTO
BREDERO PRICE COMPANY**

The undersigned corporation DOES HEREBY CERTIFY:

FIRST: That the names and states of incorporation of each of the constituent corporations of the merger are as follows:

<u>NAME</u>	<u>STATE OF INCORPORATION</u>
SHAW PIPE INC.	Delaware
BREDERO PRICE COMPANY	Delaware

SECOND: That an Agreement and Plan of Merger between the parties to the merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with the requirements of Section 251 of the General Corporation Law of Delaware.

THIRD: That the name of the surviving corporation of the merger is BREDERO PRICE COMPANY.

FOURTH: That the Certificate of Incorporation of BREDERO PRICE COMPANY, a Delaware corporation, which is the surviving corporation, shall continue in full force and effect as the Certificate of Incorporation of the surviving corporation.

FIFTH: That the executed Agreement and Plan of Merger is on file at the principal place of business of the surviving corporation, the address of which is 7211 Regency Square Blvd., Suite 104, Houston, Texas 77038.

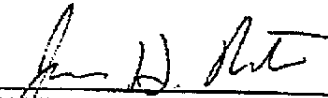
SIXTH: That a copy of the Agreement and Plan of Merger will be furnished, on request and without cost, to any stockholder of any constituent corporation.

SEVENTH: That this Certificate of Merger shall be effective on the date of filing with the Secretary of State of Delaware.

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Dated: September 30th, 1996.

BREDERO PRICE COMPANY

By: 
JAMES H. McTURNAN, Vice President

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