

CT CORPORATION SYSTEM

# F01000003076

CORPORATION(S) NAME

Vogt-Nem, Inc.

FILED  
01 JUN -8 PM 2:38  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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|--|---|---|
| <input checked="" type="checkbox"/> Profit   | <input type="checkbox"/> Amendment              | <input type="checkbox"/> Merger             |
| <input type="checkbox"/> Nonprofit           | <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Mark               |
| <input checked="" type="checkbox"/> Foreign  | <input type="checkbox"/> Reinstatement          | <input type="checkbox"/> Other              |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Annual Report          | <input type="checkbox"/> Change of RA       |
| <input type="checkbox"/> LLC                 | <input type="checkbox"/> Name Registration      | <input type="checkbox"/> UCC                |
| <input type="checkbox"/> Fictitious Name     | <input type="checkbox"/> UCC                    | <input type="checkbox"/> CUS                |
| <input type="checkbox"/> Certified Copy      | <input type="checkbox"/> Photocopies            |   |
| <input type="checkbox"/> Call When Ready     | <input type="checkbox"/> Call If Problem        | <input type="checkbox"/> After 4:30         |
| <input checked="" type="checkbox"/> Walk In  | <input type="checkbox"/> Will Wait              | <input checked="" type="checkbox"/> Pick Up |
| <input type="checkbox"/> Mail Out            |   |   |

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DIVISION OF CORPORATION

Name \_\_\_\_\_  
Availability \_\_\_\_\_  
Document \_\_\_\_\_  
Examiner \_\_\_\_\_  
Updater \_\_\_\_\_  
Verifier \_\_\_\_\_  
W.P. Verifier \_\_\_\_\_

6/8/01

Order#: 4511439

Ref#: \_\_\_\_\_

Amount: \$ \_\_\_\_\_

File 2nd MS

660 East Jefferson Street  
Tallahassee, FL 32301  
Tel. 850 222-1092  
Fax 850 222 7615

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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

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TALLAHASSEE, FLORIDA

1. VOGT-NEM, INC.  
(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 USA  
(State or country under the law of which it is incorporated)
3. 61-1073313  
(FEI number, if applicable)
4. APRIL 4, 1985  
(Date of incorporation)
5. PERPETUAL  
(Duration: Year corp. will cease to exist or "perpetual")
6. upon qualification  
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 4000 DUPONT CIRCLE  
LOUISVILLE, KENTUCKY 40207  
(Current mailing address)
8. SUPPLY OF HEAT RECOVERY STEAM GENERATORS ("HRSG's")  
(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: C T Corporation System  
Office Address: 1200 South Pine Island Road  
Plantation, Florida, 33324  
(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.*

C T Corporation System

Susan J. Metz  
(Registered agent's signature)

**Susan J. Metz**  
**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 addresses of officers and/or directors: (Street address **ONLY** - P.O. Box **NOT** acceptable)

**A. DIRECTORS** (Street address only - P.O. Box NOT acceptable)

Chairman: GER P. SPRUIJTENBURG

Address: KANAALPARK 159

2321 JW LEIDEN, THE NETHERLANDS

Vice Chairman: ANDREAS WITKE, DIRECTOR

Address: KANAALPARK 159

2321 JW LEIDEN, THE NETHERLANDS

Director: DR. MARC HORVAY

Address: 4000 DUPONT CIRCLE

LOUISVILLE, KENTUCKY 40207

Director: THOMAS C. HARMON

Address: 4000 DUPONT CIRCLE

LOUISVILLE, KENTUCKY 40207

**B. OFFICERS** (Street address only - P.O. Box NOT acceptable)

President: / CEO DR. MARC HORVAY

Address: 4000 DUPONT CIRCLE

LOUISVILLE, KENTUCKY 40207

Vice President: N/A

Address: \_\_\_\_\_

Secretary: THOMAS C. HARMON

Address: 4000 DUPONT CIRCLE

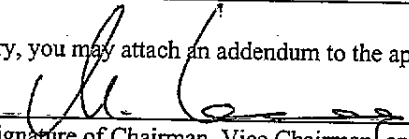
LOUISVILLE, KENTUCKY 40207

Treasurer: THOMAS C. HARMON

Address: 4000 DUPONT CIRCLE

LOUISVILLE, KENTUCKY 40207

**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. DR. MARC HORVAY, DIRECTOR AND PRES/CEO

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

*State of Delaware*  
*Office of the Secretary of State*

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PAGE 1  
01 JUN -8 PM 2:38  
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TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "VOGT-NEM, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE SIXTH DAY OF JUNE, A.D. 2001.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 1173058

DATE: 06-06-01