

F03000002920

(Requestor's Name)

(Address)

(Address)

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CT CORPORATION

June 12, 2003

Secretary of State, Florida
409 East Gaines Street
Tallahassee FL 32399

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03 JUN 12 PM 2:04
TALLAHASSEE, FLORIDA

Re: Order #: 5790636 WO
Customer Reference 1: UCI
Customer Reference 2: Qual AZ,AL,FL, WA

Dear Secretary of State, Florida:

Please file the attached:

Universal Compression, Inc. (TX)
Qualification
Florida

Enclosed please find a check for the requisite fees. Please return evidence of filing(s) to my attention.

If for any reason the enclosed cannot be filed upon receipt, please contact me immediately at (850) 222-1092. Thank you very much for your help.

Sincerely,

Jeffrey J Netherton
Sr. Fulfillment Specialist
Jeff_Netherton@cch-lis.com

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

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

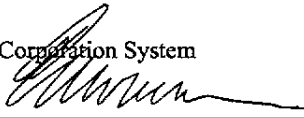
IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA

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TALLAHASSEE, FLORIDA

1. Universal Compression, 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. Texas 3. 74-1282680
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 09/27/1954 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. 4444 Brittmoore Road, Houston, TX 77041
(Principal office address)
same
(Current mailing address)
8. To store, transport, provide natural gas compression services and products and transact business.
(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/o C T 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.

By: C T Corporation System EA Wallace
 Assistant Secretary
(Registered agent's signature)

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: SEE ATTACHMENT

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: SEE ATTACHMENT

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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. D. Bradley Childers, Secretary

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

Universal Compression, Inc.

Directors

Ernie L Danner
4444 Brittmoore Rd.
Houston, TX 77042

Director

Stephen A. Snider
4444 Brittmoore Rd.
Houston, TX 77042

Director

Officers

J. Michael Anderson
4444 Brittmoore Rd.
Houston, TX 77042

Senior Vice President and Chief Financial Officer

D. Bradley Childers
4444 Brittmoore Rd.
Houston, TX 77042

Senior Vice President, General Counsel, and Secretary

Ernie L Danner
4444 Brittmoore Rd.
Houston, TX 77042

Executive Vice President

Shane S. Guiltner
4444 Brittmoore Rd.
Houston, TX 77042

Vice President

Richard Leong
4444 Brittmoore Rd.
Houston, TX 77042

Vice President

Stephen A. Snider
4444 Brittmoore Rd.
Houston, TX 77042

President and Chief Executive Officer

Kirk Townsend
4444 Brittmoore Rd.
Houston, TX 77042

Senior Vice President

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03 JUN 12 PM 2:00
SECRET
TALLAHASSEE, FLORIDA

Corporations Section
P.O. Box 13697
Austin, Texas 78711-3697



Gwyn Shea
Secretary of State

Office of the Secretary of State

The undersigned, as Secretary of State of Texas, does hereby certify that the document, Articles of Incorporation for UNIVERSAL COMPRESSION, INC. (filing number: 12182200), a Domestic Business Corporation, was filed in this office on September 27, 1954.

It is further certified that the entity status in Texas is active.

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TALLAHASSEE, FLORIDA

In testimony whereof, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in Austin, Texas on April 14, 2003.



A handwritten signature in cursive script that reads "Gwyn Shea".

Gwyn Shea
Secretary of State