

07/29/2014 10:17:45 From: To: 8506176380

(1/10)

Division of Corporations

Page 1 of 1

Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

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RE-SUBMIT

To: Division of Corporations
Fax Number : (850) 617-6380

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From: Account Name : C T CORPORATION SYSTEM
Account Number : FCA000000023
Phone : (850) 222-1092
Fax Number : (850) 878-5368

Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.

Email Address: _____

COR AMND/RESTATE/CORRECT OR O/D RESIGN
CG POWER SOLUTIONS USA INC

Certificate of Status	0
Certified Copy	0
Page Count	0510
Estimated Charge	\$35.00

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14 JUL -2 AM 8:36
TALLAHASSEE
SECRETARY OF STATE

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COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: CG POWER SOLUTIONS USA INC.

Name of Corporation

DOCUMENT NUMBER: F04000003350

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Lance Dunning

Name of Contact Person

CG Power USA Inc.

Firm/Company

403 New Kameer Road

Address

Albany, NY 12205

City/State and Zip Code

Lance.Dunning@CGGlobal.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Name of Contact Person

at ()

Area Code & Daytime Telephone Number

Enclosed is a check for the following amount:



\$35.00 Filing Fee



\$43.75 Filing Fee &
Certificate of Status



\$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed)



\$52.50 Filing Fee,
Certificate of Status &
Certified Copy
(Additional copy is
enclosed)

Mailing Address:

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address:

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

7/9/2014 10:17:45 From: To: 8506176380

(2/10)

850-617-6381

7/9/2014 9:50:23 AM PAGE 1/001 Fax Server



July 9, 2014

FLORIDA DEPARTMENT OF STATE
Division of Corporations

CG POWER SOLUTIONS USA INC
403 NEW KARNER ROAD
ALBANY, NY 12205

SUBJECT: CG POWER SOLUTIONS USA INC
REF: F04000003350

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Your alternate name must have a corporate word on the name.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Diane Cushing
Senior Section Administrator

FAX Aud. #: H14000158626
Letter Number: 314A00014720

RE-SUBMIT

Please retain a copy of filing
date of submission 7/2

RECEIVED
14 JUL -9 PM 12:59
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

21 021 - v4 19 2011 | Walter Mignolo Online

State of New York
Department of State } ss:

I hereby certify, that the Certificate of Incorporation of CG POWER USA INC. was filed on 06/18/1997, under the name of M.S.E. POWER SYSTEMS, INC., with perpetual duration, and that a diligent examination has been made of the Corporate index for documents filed with this Department for a certificate, order, or record of a dissolution, and upon such examination, no such certificate, order or record has been found, and that so far as indicated by the records of this Department, such corporation is an existing corporation. I further certify the following:

Certificate of Change was filed on 07/22/1998.

A Biennial Statement was filed 06/15/1999.

A Biennial Statement was filed 06/12/2001.

A Biennial Statement was filed 05/23/2003.

Certificate of Change was filed on 07/19/2005.

A Biennial Statement was filed 09/01/2005.

A Biennial Statement was filed 06/25/2007.

A Biennial Statement was filed 06/26/2009.

A certificate changing name to CG POWER SOLUTIONS USA INC was filed on 07/13/2010.

A Biennial Statement was filed 06/06/2011.

A Certificate of Merger was filed on 07/01/2013.

A Certificate of Merger was filed on 07/09/2013.

A Certificate of Merger was filed on 07/09/2013.

A Certificate of Merger was filed on 07/09/2013.

A Biennial Statement was filed 08/16/2013.

A certificate changing name to CG POWER USA INC. was filed on 03/06/2014.

I further certify that no other documents have been filed by such corporation.




Witness my hand and the official seal
of the Department of State at the City
of Albany, this 27th day of June
two thousand and fourteen.

FILED
14 JUL -2 AM 8:36
SECRETARY OF STATE
TALLAMOUNTAIN

7/9/2014 10:17:45 From: To: 8506176380

(10/10)



Anthony Giardina
Executive Deputy Secretary of State

201406300114 • 07

STATE OF NEW YORK
DEPARTMENT OF STATE

I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.



WITNESS my hand and official seal of the
Department of State, at the City of Albany,
on June 30, 2014.

A handwritten signature in cursive script that reads "Anthony Giardina".

Anthony Giardina
Executive Deputy Secretary of State

CT-07

140306000 /18

New York State Department of State
Division of Corporations, State Records and Uniform Commercial Code
One Commerce Plaza, 99 Washington Avenue
Albany, NY 12231
www.dos.state.ny.us

**CERTIFICATE OF AMENDMENT
OF THE
CERTIFICATE OF INCORPORATION
OF**

CG Power Solutions USA Inc

(Insert Name of Domestic Corporation)

Under Section 805 of the Business Corporation Law

FIRST: The name of the corporation is:

CG Power Solutions USA Inc

If the name of the corporation has been changed, the name under which it was formed is:

M.S.E. Power Systems, Inc.

SECOND: The date of filing of the certificate of incorporation with the Department of State is:

June 18, 1997

THIRD: The amendment effected by this certificate of amendment is as follows:

(Set forth each amendment in a separate paragraph providing the subject matter and full text of each amended paragraph. For example, an amendment changing the name of the corporation would read as follows: Paragraph First of the Certificate of Incorporation relating to the corporation name is hereby amended to read as follows: First: The name of the corporation is ... (the name) ...)

Paragraph **FIRST** of the Certificate of Incorporation relating to
the name of the corporation

is hereby amended to read in its entirety as follows:

FIRST: The name of the corporation is CG Power USA Inc.

140306000118

Paragraph _____ of the Certificate of Incorporation relating to

_____ is hereby amended to read in its entirety as follows:

FOURTH: The certificate of amendment was authorized by: *(Check the appropriate box)*

- ☐ The vote of the board of directors followed by a vote of a majority of all outstanding shares entitled to vote thereon at a meeting of shareholders.
- ☒ The vote of the board of directors followed by the unanimous written consent of the holders of all outstanding shares.



(Signature)

David Perri

(Name of Signer)

President

(Title of Signer)

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GT-07

CERTIFICATE OF AMENDMENT
OF THE
CERTIFICATE OF INCORPORATION
OF

CG Power Solutions USA Inc

(Insert Name of Domestic Corporation)

Under Section 805 of the Business Corporation Law

Filer's Name DLA Piper LLP

Address 6225 Smith Avenue

City, State and Zip Code Baltimore, Maryland 21209

NOTE: This form was prepared by the New York State Department of State. It does not contain all optional provisions under the law. You are not required to use this form. You may draft your own form or use forms available at legal stationery stores. The Department of State recommends that all documents be prepared under the guidance of an attorney. The certificate must be submitted with a \$60 filing fee, plus the required tax on shares payment to §180 of the Tax Law, if applicable.

For Office Use Only

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2014 MAR -5 PM 4: 04
2014 MAR -6 AM 10: 52

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STATE OF NEW YORK
DEPARTMENT OF STATE
FILED MAR 06 2014
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BY: LAH

DEPARTMENT OF STATE

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