

F06000001355

Division of Corporations

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Florida Department of State
Division of Corporations
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FOREIGN PROFIT/NONPROFIT CORPORATION

BOC Edwards, Inc.

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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. BOC EDWARDS, INC.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Delaware 3. 20-3265132
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 08/02/2005 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. 03/01/2006
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 575 Mountain Avenue, Murray Hill, NJ 07974
(Principal office address)

name
(Current mailing address)

8. See Attachment
(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 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

By: [Signature]
(Registered agent's signature)

Bonni M. Dellenbach
Special 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:

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BOC Edwards, Inc.

Purpose Clause

The manufacture and/or sale of equipment for, and the provision of services to various markets including the semiconductor, microelectronics, scientific, chemical, metal working, industrial and general vacuum and pressure markets.

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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 Director or Officer listed in number 12 of the application)

14. John O'Sullivan, Vice President

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

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BOC EDWARDS, INC.
(a Delaware corporation)

INCORPORATED August 2, 2005

FEIN 20-3265132

DIRECTORS - (addresses below)

Phil Blakey

Mike Cole

Clay Parker

John O'Sullivan

James Blake - c/o BOC Edwards Holdings, Inc., 575 Mountain Avenue, Murray Hill, NJ 07974

OFFICERS

Phil Blakey

c/o BOC Edwards, Inc.

575 Mountain Avenue

Murray Hill, NJ 07974

Mike Cole

c/o BOC Edwards, Inc.

575 Mountain Avenue

Murray Hill, NJ 07974

Clay Parker

c/o BOC Edwards, Inc.

575 Mountain Avenue

Murray Hill, NJ 07974

John O'Sullivan

c/o BOC Edwards, Inc.

575 Mountain Avenue

Murray Hill, NJ 07974

David L. Brooks

c/o BOC Edwards, Inc.

575 Mountain Avenue

Murray Hill, NJ 07974

James A. Boyce

c/o BOC Edwards, Inc.

575 Mountain Avenue

Murray Hill, NJ 07974

John P. Mark

c/o BOC Edwards, Inc.

575 Mountain Avenue

Murray Hill, NJ 07974

James A. Snyder

c/o BOC Edwards, Inc.

575 Mountain Avenue

Murray Hill, NJ 07974

Paul E. Stolzer

c/o BOC Edwards, Inc.

575 Mountain Avenue

Murray Hill, NJ 07974

President - Semi-Conductor Division

President - Vacuum Division

Vice President

Vice President, Finance

Vice President and Treasurer

Assistant Treasurer and Controller - Taxes

Secretary

Assistant Secretary

Assistant Secretary

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Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "BOC EDWARDS, 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 FIRST DAY OF MARCH, A.D. 2006.

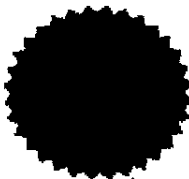
AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

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

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TALLAHASSEE, FLORIDA



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Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 4560045

DATE: 03-01-06