

# F09000003161

Florida Department of State  
Division of Corporations  
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**To:**

Division of Corporations  
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Account Name : C T CORPORATION SYSTEM  
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DEPARTMENT OF STATE  
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## FOREIGN PROFIT/NONPROFIT CORPORATION

**Chart International Installation Services, Inc.**

Certificate of Status	0
Certified Copy	0
Page Count	07
Estimated Charge	\$70.00

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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MRD 8/10

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. CHART INTERNATIONAL, INC.

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

CHART INTERNATIONAL INSTALLATION SERVICES, INC.

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

2. DELAWARE

(State or country under the law of which it is incorporated)

3. 34-1858187

(FEI number, if applicable)

4. 02/20/1998

(Date of incorporation)

5. PERPETUAL

(Duration: Year corp. will cease to exist or "perpetual")

6.

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

7. ONE INFINITY CORPORATE CENTRE DRIVE, SUITE 300, GARFIELD HEIGHTS, OHIO 44125

(Principal office address)

ONE INFINITY CORPORATE CENTRE DRIVE, SUITE 300, GARFIELD HEIGHTS, OHIO 44125

(Current mailing address)

8. SAIR, INSTALLATION AND REPAIR SERVICES OF CRYOGENIC EQUIPMENT

(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

(City)

, 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.

By:

CT Corporation System

(Registered agent's signature)

Chris McNear

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.

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

**A. DIRECTORS**

Chairman: SEE ATTACHED

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

Vice Chairman: \_\_\_\_\_

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

Director: \_\_\_\_\_

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

Director: \_\_\_\_\_

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

**B. OFFICERS**

President: \_\_\_\_\_

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

Vice President: \_\_\_\_\_

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

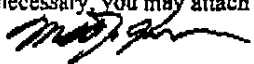
Secretary: \_\_\_\_\_

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. MATTHEW J. KLABEN, VICE PRESIDENT, GENERAL COUNSEL AND SECRETARY  
(Typed or printed name and capacity of person signing application)

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TALLAHASSEE FLORIDA

**Chart International, Inc.**

**Directors:**

1. Samuel F. Thomas

One Infinity Corporate Centre Drive, Suite 300, Garfield Heights, Ohio 44125

2. Michael F. Biehl

One Infinity Corporate Centre Drive, Suite 300, Garfield Heights, Ohio 44125

**Officers:**

1. Samuel F. Thomas.....Chief Executive Officer

One Infinity Corporate Centre Drive, Suite 300, Garfield Heights, Ohio 44125

2. Thomas M. Carey.....Chief Operating Officer and President

1300 Airport Drive, Ball Ground, Georgia 30107

3. Michael F. Biehl..... Executive Vice President and Chief Financial Officer

One Infinity Corporate Centre Drive, Suite 300, Garfield Heights, Ohio 44125

4. Kenneth J. Webster..... Chief Accounting Officer and Controller

One Infinity Corporate Centre Drive, Suite 300, Garfield Heights, Ohio 44125

5. David K. Handal.....Vice President -- Information Technology

One Infinity Corporate Centre Drive, Suite 300, Garfield Heights, Ohio 44125

6. Matthew J. Klaben.....Vice President, General Counsel and Secretary

One Infinity Corporate Centre Drive, Suite 300, Garfield Heights, Ohio 44125

7. James H. Hoppel, Jr. .... Vice President -- Corporate Development and Treasurer

One Infinity Corporate Centre Drive, Suite 300, Garfield Heights, Ohio 44125

8. Roger W. Hansen.....Vice President

407 7<sup>th</sup> Street NW, New Prague, MN 56071

9. Thomas J. Smith..... Assistant Vice President

407 7<sup>th</sup> Street NW, New Prague, MN 56071

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CHART INTERNATIONAL, INC.

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

UNANIMOUS WRITTEN ACTION BY SOLE STOCKHOLDER IN LIEU OF ANNUAL  
MEETING

Pursuant to the authority of Section 228 of the Delaware General Corporation Law, the undersigned, being the Sole Stockholder of Chart International, Inc. (the "Corporation"), does hereby consent to this action in lieu of annual meeting and adopts the following resolutions:

RESOLVED, that the following persons are hereby nominated and elected to serve as the Directors of the Corporation until their respective successors are duly elected and qualified:

Samuel F. Thomas

Michael F. Biehl

RESOLVED, that all actions heretofore taken by the Board of Directors of the Corporation or at its direction by the officers by and on behalf of the Corporation, be and they hereby are approved, ratified and confirmed.

SOLE STOCKHOLDER:

CHART INDUSTRIES, INC.

By: 

Name: Matthew J. Klaben  
Title: Vice President, General  
Counsel and Secretary

Effective Date: May 30, 2009

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CHART INTERNATIONAL, INC.

ACTION BY UNANIMOUS WRITTEN CONSENT OF THE BOARD OF DIRECTORS

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

Pursuant to Section 141(f) of the Delaware General Corporation Law, the undersigned directors, being all of the members of the Board of Directors (the "Board") of Chart International, Inc., a Delaware corporation (the "Corporation"), acting without meeting, do hereby consent in writing to the adoption of the following resolutions with the same force and effect as if they had been unanimously adopted at a duly convened meeting of the Board.

RESOLVED, that the following persons are elected to the offices of the Corporation set forth opposite their respective names, each to serve in accordance with the By-Laws of the Corporation and at the discretion of the Board of Directors until his or her successor shall have been duly elected and shall have qualified:


Samuel F. Thomas.....Chief Executive Officer  
Thomas M. Carey.....Chief Operating Officer and President  
Michael F. Biehl.....Executive Vice President and Chief Financial Officer  
Kenneth J. Webster.....Chief Accounting Officer and Controller  
David K. Handal.....Vice President - Information Technology  
Matthew J. Klaben.....Vice President, General Counsel and Secretary  
James H. Hoppel, Jr. ....Vice President - Corporate Development and Treasurer  
Roger W. Hansen.....Vice President  
Thomas J. Smith.....Assistant Vice President

FURTHER RESOLVED, that the above shall be all the officers of the Corporation and that there are no other officers of the Corporation.

FURTHER RESOLVED, that all actions heretofore taken by the officers in the name of and on behalf of the Corporation be and they are hereby approved, ratified and confirmed.

IN WITNESS WHEREOF, the undersigned have executed this Action by Unanimous Written Consent of the Board of Directors, effective as of May 30, 2009, in one or more counterparts, each of which shall constitute an original, and all of which taken together shall constitute one and the same document, and any electronic or facsimile signature hereto shall have the same effect as an original ink signature.

DIRECTORS:

  
\_\_\_\_\_  
Samuel F. Thomas

  
\_\_\_\_\_  
Michael F. Biehl

Effective Date: May 30, 2009

# Delaware

*The First State*

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I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CHART INTERNATIONAL, 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 FOURTH DAY OF AUGUST, A.D. 2009.

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

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

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You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)



  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 7456085

DATE: 08-04-09