

F990000004331

CT Corporation System

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301 (850)222-1092

City

State

Zip

Phone

CORPORATION(S) NAME

900002961359--4

-08/23/99--01001--008

***1150.00 ***1150.00

900002961359--4

-08/17/99--01001--026

****70.00 ****70.00

Adm-1,150

FUEL TECH, INC.

394A 000 41275

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
99 AUG 16 PM 4:31☒ Profit☐ NonProfit☐ Amendment☐ Merger☒ Foreign☐ Dissolution/Withdrawal☐ Mark☐ LLC☐ Limited Partnership☐ Reinstatement☐ Annual Report☐ Reservation☐ Other UCC Filing☐ Change of R.A.☐ Certified Copy☐ Photo Copies☐ Eic. Name☐ CUS☐ Call When Ready☐ Call if Problem☐ After 4:30☒ Walk In☐ Will Wait☒ Pick Up☐ Mail Out

Name

Availability

Document

Examiner

Updater

Verifier

Acknowledgment

W.P. Verifier

Please Return Extra Copies
File Stamped To:

Jeffrey Butterfield



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

August 16, 1999

C T CORPORATION SYSTEM

TALLAHASSEE, FL

SUBJECT: FUEL TECH, INC. doing business in Florida as FUEL CHEM, INC.
Ref. Number: W99000018971

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We have received your document for FUEL TECH, INC. doing business in Florida as FUEL CHEM, INC. and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

Please note that we have RETAINED your \$70.00 filing fee.

Your application states that this corporation began transacting business in Florida in 1998. If this is so, then penalty fees are owed.

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report and penalty fees is \$1,150.00.

If you have any questions concerning the filing of your document, please call (850) 487-6914.

Buck Kohr
Corporate Specialist

Letter Number: 399A00041275

Please to schedule

Thak
GN

Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

RESOLUTION OF FUEL TECH, INC.

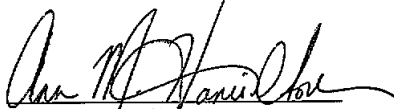
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I, the undersigned Assistant Secretary of Fuel Tech, Inc., do hereby certify that the following is a true, complete, and correct copy of a resolution of the Board of Directors of Fuel Tech, Inc., a corporation duly organized and existing under the laws of the State of Massachusetts, which resolution was duly adopted at a duly called meeting of the said Board, held on August 3, 1999, a quorum being present, and is set forth in the minutes of said meeting, that I am the keeper of the corporate seal and of the minutes and records of this corporation and the said resolution has not been rescinded or modified:

~~INC.~~
"RESOLVED that Fuel Tech, Inc., organized and existing in the State of Massachusetts, hereby adopts the name Fuel Chem for us in the State of Florida for all purposes; and further resolve that the officers of the corporation are authorized and directed to take all steps that they deem necessary and appropriate to qualify the corporation to do business within the State of Florida under the name Fuel Chem, INC."

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed the seal of said corporation, on this the 4th day of August, 1999.

Seal



Ann M. Hamilton
Assistant Secretary

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

SECRET
DIVISION OF STATE
CORPORATIONS
JUN 16 PM 4:33

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. Fuel Tech, 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. Massachusetts

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

3. 04-2732091

(FEI number, if applicable)

4. June 8, 1981

(Date of incorporation)

5. Perpetual

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

6. 1998

(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.))

7. 512 Kingsland Drive, Batavia, Illinois 60510-2299

(Current mailing address)

To engage in the manufacture, distribution and sale of Air Pollution Emission
8. Control Systems and systems to improve combustion efficiency
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent:

Name: C T Corporation System

Office Address: c/o C T Corporation System, 1200 South Pine
Island Road

Plantation, Florida, 33324
(Zip Code)

10. Registered agent 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 obligation of my position as registered agent.

C T Corporation System

Anne Edmond

(Registered agent's signature) (Officer)

Assistant Secretary

(Type Name and Title of Officer)

DIRECTORS and OFFICERS of FUEL TECH, INC.

(July 1, 1999)

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99 AUG 16 PM 4:37

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
Steven C. Argabright	Director, President and Chief Operating Officer	512 Kingsland Drive, Batavia, IL 60510-2299
Ralph E. Bailey	Director, Chairman and Chief Executive Officer	695 E. Main Street, Stamford, CT 06901
Douglas G. Bailey	Director	695 E. Main Street, Stamford, CT 06901
Charles W. Grinnell	Director, Vice President, General Counsel and Corporate Secretary	300 Atlantic St., Ste. 703, Stamford, CT 06901
Jeremy D. Peter-Hoblyn	Director, Chairman of Compensation Committee	108 Walton Street, London, SWE211, England
John R. Selby	Director of Fuel Tech, Inc.	170 Buckmanville Road, Newtown, PA 18940
Scott M. Schechter	Director, Vice President, Treasurer and Chief Financial Officer	300 Atlantic St., Ste. 703, Stamford, CT 06901
Nolan R. Schwartz	Director	695 E. Main Street, Stamford, CT 06901
Vincent M. Albanese	Vice President - Air Pollution Control Sales and Marketing	512 Kingsland Drive, Batavia, IL 60510-2299
Stephen P. Brady	Vice President - Fuel Chem Sales and Marketing	512 Kingsland Drive, Batavia, IL 60510-2299

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:

SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 APR 19 PM 4:37

A. DIRECTORS

Chairman: See Attached Officer & Director List

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: _____

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

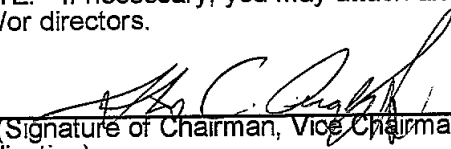
Treasurer: _____

Address: _____

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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.

Steven C. Argabright - President
(Typed or printed name and capacity of person signing application)



William Francis Galvin
Secretary of the
Commonwealth

The Commonwealth of Massachusetts

Secretary of the Commonwealth

State House, Boston, Massachusetts 02133

August 3, 1999

TO WHOM IT MAY CONCERN:

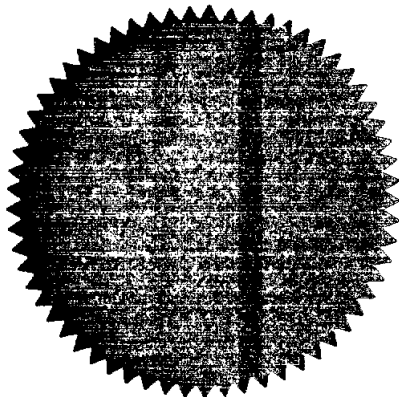
I hereby certify that according to the records of this office

FUEL TECH, INC.

is a domestic corporation organized on **June 8, 1981**, under the General Laws of the Commonwealth of Massachusetts.

I further certify that there are no proceedings presently pending under the Massachusetts General Laws Chapter 156B section 101 for said corporation's dissolution; that articles of dissolution have not been filed by said corporation; that, said corporation has filed all annual reports, and paid all fees with respect to such reports, and so far as appears of record said corporation has legal existence and is in good standing with this office.

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In testimony of which,
I have hereunto affixed the
Great Seal of the Commonwealth
on the date first above written.

William Francis Galvin

Secretary of the Commonwealth

* This is not a tax clearance. Certificates certifying that all taxes due and payable by the corporation have been paid or provided for are issued by the Department of Revenue.

** MGL Chapter 156B Section 83A provides that certain consolidations and mergers may be filed with the division within thirty days after the effective date of the merger or consolidation.

