

10/15/2018

2018-10-15 08:53:21 CST

19542080845 From Ranae McGraw

P30768

Division of Corporations

Florida Department of State
Division of Corporations
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To:

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

From:

Account Name : C T CORPORATION SYSTEM
Account Number : FCA000000023
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OCT 17 2018

**COR AMND/RESTATE/CORRECT OR O/D RESIGN
MAN DIESEL & TURBO NORTH AMERICA INC.**

Certificate of Status	0
Certified Copy	1
Page Count	08
Estimated Charge	\$43.75

RECEIVED
18 OCT 15 AM 1:07
SECRETARY OF STATE
TALLAHASSEE, FL

2018 OCT 15 AM 4:06
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TALLAHASSEE, FL
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Electronic Filing Menu

Corporate Filing Menu

Help

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
(Pursuant to s. 607.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

P30268

(Document number of corporation (if known))

1. MAN Diesel & Turbo North America Inc.

(Name of corporation as it appears on the records of the Department of State)

2. New York

(Incorporated under laws of)

3. 07/24/1990

(Date authorized to do business in Florida)

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? 10/11/2018

5. MAN Energy Solutions USA Inc

(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)

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

6. If the amendment changes the period of duration, indicate new period of duration.

(New duration)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

(New jurisdiction)

8. Attached is a certificate or document of similar import, evidencing the amendment, authenticated not more than 90 days prior to delivery of the application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the laws of which it is incorporated.

James Otto Florian Schiller
(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

James Otto

(Typed or printed name of person signing)

Secretary

(Title of person signing)

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SECRETARY OF STATE
TALLAHASSEE, FL

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 October 12, 2018.

A handwritten signature in black ink, appearing to read "B. Fitzgerald", written over a horizontal line.

Brendan W. Fitzgerald
Executive Deputy Secretary of State

CT07



Division of Corporations,
State Records and
Uniform Commercial Code

181011000359
New York State
Department of State
DIVISION OF CORPORATIONS,
STATE RECORDS AND
UNIFORM COMMERCIAL CODE
One Commerce Plaza
99 Washington Ave.
Albany, NY 12231-0001
www.dos.ny.gov

CERTIFICATE OF AMENDMENT OF THE CERTIFICATE OF INCORPORATION OF

MAN Diesel & Turbo North America Inc.

(Insert the Current Name of Domestic Corporation)

Under Section 805 of the Business Corporation Law

FIRST: The current name of the corporation is:

MAN Diesel & Turbo North America Inc.

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

B & W DIESEL, INC.

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

APRIL 29, 1980

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

The subject matter and full text of each amended paragraph must be stated.

FOR EXAMPLE, a certificate of amendment changing the name of the corporation would read as follows:

Paragraph FIRST of the Certificate of Incorporation relating to the name of the corporation is amended to read in its entirety as follows:

FIRST: The name of the corporation is (new name).

Paragraph 1 of the Certificate of Incorporation relating to

The name of the corporation

is amended to read in its entirety as follows: **FIRST:**

The name of the corporation is MAN Energy Solutions USA Inc

Paragraph _____ of the Certificate of Incorporation relating to:

is amended to read in its entirety as follows:

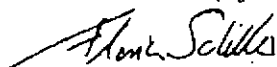
FOURTH: The certificate of amendment was authorized by: *(Check the appropriate box)*

- ☐ 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.

X 
(Signature)

James Otto

(Name of Signer)



Secretary/CFO

(Title of Signer)

Florian Schiller, Authorized Person/CFO

CT07

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CERTIFICATE OF AMENDMENT
OF THE
CERTIFICATE OF INCORPORATION
OF

MAN Diesel & Turbo North America Inc.

(Insert Current Name of Domestic Corporation)

Under Section 805 of the Business Corporation Law

Filer's Name and Mailing Address:

Jim Otto

Name:

Company, if Applicable:

1600A Brittonmoore Road

Mailing Address:

Houston, TX 77043

City, State and Zip Code:

NOTES:

1. The name of the corporation and its date of incorporation provided on this certificate must exactly match the records of the Department of State. This information should be verified on the Department of State's website at www.dos.ny.gov.
2. 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.
3. The Department of State recommends that all documents be prepared under the guidance of an attorney.
4. The certificate must be submitted with a \$60 filing fee.

For Office Use Only

DRAWDOWN

Cst Ref:

11200895JC

ICC

STATE OF NEW YORK
DEPARTMENT OF STATE

FILED OCT 11 2018

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BY:

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2018 OCT 11 PM 3:12

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**State of New York
Department of State } ss:**

I hereby certify, that a diligent examination has been made of the Corporate index for documents filed with this Department by B & W DIESEL, INC. and that upon such examination the following has been filed with this office:

A Certificate of Incorporation of B & W DIESEL, INC. was filed on 04/29/1980.

A Certificate of Amendment was filed on 06/09/1981.

A certificate changing name to MAN B&W DIESEL, INC. was filed on 06/25/1990.

A Biennial Statement was filed 11/04/1992.

A Biennial Statement was filed 09/27/1993.

A Biennial Statement was filed 08/05/1996.

A Biennial Statement was filed 04/17/1998.

A Biennial Statement was filed 04/17/2000.

A Biennial Statement was filed 04/16/2002.

A Certificate of Merger was filed on 05/24/2002.

A certificate changing name to MAN B&W DIESEL NORTH AMERICA, INC. was filed on 07/22/2005.

A certificate changing name to MAN DIESEL NORTH AMERICA, INC. was filed on 08/11/2006.

A Biennial Statement was filed 02/27/2008.

A Biennial Statement was filed 06/25/2008.

Certificate of Change was filed on 04/13/2009.

A Biennial Statement was filed 04/06/2010.

A Certificate of Merger and Name Change, changing its name to MAN DIESEL & TURBO NORTH AMERICA INC. was filed on 06/24/2010.

A Biennial Statement was filed 05/30/2012.

A Biennial Statement was filed 06/30/2014.

A Biennial Statement was filed 10/18/2016.

It was dissolved by proclamation of the Secretary of State published on 10/25/2016 pursuant to the Tax Law.

Such dissolution proceedings were annulled and the existence of the corporation revived, reinstated and continued by a certificate duly filed in this Department 05/08/2017 pursuant to the Tax Law.

A certificate changing name to MAN ENERGY SOLUTIONS USA INC was filed on 10/11/2018.

The Biennial Statement is past due.

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 11th day of October
two thousand and eighteen.*

A handwritten signature in black ink, appearing to read "B. Fitzgerald", is written over a horizontal line.

Brendan W. Fitzgerald
Executive Deputy Secretary of State