

AZ CORPORATION COMMISSION  
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AZ Corp. Commission  
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FILE NO. F1791768-7

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DO NOT WRITE ABOVE THIS LINE; RESERVED FOR ACC USE ONLY.

**APPLICATION FOR NEW AUTHORITY  
TO TRANSACT BUSINESS OR CONDUCT AFFAIRS IN ARIZONA**  
*Read the Instructions C019!*

**A.C.C. FILE NUMBER:** ~~04046117~~ F17917687

Find the A.C.C. file number on the upper corner of filed documents OR on our website at: <http://www.azcc.gov/Divisions/Corporations>

**1. ENTITY TYPE - check only one to indicate the type of entity applying for authority:**

- |  |  |
|--|--|
| <input checked="" type="checkbox"/> FOR-PROFIT CORPORATION | <input type="checkbox"/> INSURER   |
| <input type="checkbox"/> NONPROFIT CORPORATION             | <input type="checkbox"/> SAVINGS AND LOAN ASSOCIATION                                  |
| <input type="checkbox"/> PROFESSIONAL CORPORATION          | <input type="checkbox"/> CREDIT UNION  |
| <input type="checkbox"/> CLOSE CORPORATION                 | <input type="checkbox"/> TRUST COMPANY   |
| <input type="checkbox"/> BUSINESS TRUST                    | <input type="checkbox"/> COOPERATIVE MARKETING ASSOCIATION                             |
| <input type="checkbox"/> BUSINESS DEVELOPMENT CORP.        | <input type="checkbox"/> ELECTRIC COOPERATIVE NON-PROFIT MEMBERSHIP ASSOC.             |
| <input type="checkbox"/> CORPORATION SOLE                  | <input type="checkbox"/> NONPROFIT ELEC. GENERATION AND TRANSMISSION COOPERATIVE CORP. |

**2. NAME IN STATE OR COUNTRY OF INCORPORATION (FOREIGN NAME) - enter the exact, true name of the foreign corporation:**

BILFINGER INDUSTRIAL SERVICES INC.

**3. NAME TO BE USED IN ARIZONA (ENTITY NAME) - see Instructions C019! - Identify the name the foreign corporation will use in Arizona by checking 3.1, 3.2, or 3.3 (check only one), and follow Instructions**

- |   |  |  |
|---|--|--|
| <b>3.1</b> <input checked="" type="checkbox"/> Name in state or country of incorporation, with no changes - Go to number 4. | <b>3.2</b> <input type="checkbox"/> Name in state or country of incorporation, with a corporate identifier added to it - Enter the name in number 3.4 below. | <b>3.3</b> <input type="checkbox"/> Fictitious name (check this only if the foreign corporation's name in its state or country of incorporation is not available for use in Arizona) - Enter the name in number 3.4 below. |
|---|--|--|

**3.4 If you checked 3.2 or 3.3, enter or print the name to be used in Arizona:**

**4. FOREIGN DOMICILE - list the state or country in which the foreign corporation is incorporated:** DELAWARE

**5. DATE OF INCORPORATION IN FOREIGN DOMICILE:** 2/4/08

**6. DURATION - the duration or life period of the foreign corporation is presumed to be perpetual unless one of the boxes is checked below and the blanks are filled in:**

- ☐ The corporation's life period will end after the expiration of \_\_\_\_\_ years (enter a number of years).
- ☐ The corporation's life period will end on this date \_\_\_\_\_ (enter a date).
- ☐ The corporation's life period will end upon the occurrence of this event:

\_\_\_\_\_ (describe an event).

7. **PURPOSE** – the foreign corporation's purpose is to engage in any or all lawful business or affairs in which corporations may engage in the state or country under whose law the foreign corporation is incorporated, subject to the following limitations, if any (leave this blank if there are no limitations on the corporation's purpose):

8. **CHARACTER OF BUSINESS** – briefly describe the character of business or affairs the foreign corporation initially intends to conduct in Arizona. NOTE that the character of business or affairs that the foreign corporation ultimately conducts is not limited by the description provided.

Construction, Construction Management, Engineering, Architecture

<b>9. PRINCIPAL OFFICE ADDRESS - FOREIGN DOMICILE STREET ADDRESS</b> – see <i>Instructions C019i</i> – give the physical or street address (not a P. O. Box) of the foreign corporation required to be maintained in its state or country of incorporation, or, if not so required, of the foreign corporation's statutory agent in its state or country of incorporation:			<b>10. ARIZONA KNOWN PLACE OF BUSINESS ADDRESS:</b> Is the Arizona known place of business street address the same as the street address of the statutory agent? <input type="checkbox"/> Yes - go to number 11 and continue. <input type="checkbox"/> No - provide the Arizona physical or street address (not a P.O. Box) below:		
CORPORATION SERVICE COMPANY					
Attention (optional) 2711 CENTERVILLE ROAD, SUITE 400			Attention (optional)		
Address 1			Address 1		
Address 2 (optional) City WILMINGTON		DE 19808 State Zip	Address 2 (optional) City		State Zip

<b>11. STATUTORY AGENT IN ARIZONA</b> – see <i>Instructions C019i</i> :					
<b>11.1 REQUIRED</b> – give the name (can be an individual or an entity) and physical or street address (not a P.O. Box) in Arizona of the statutory agent:			<b>11.2 OPTIONAL</b> – mailing address in Arizona of statutory agent (can be a P.O. Box):		
CORPORATION SERVICE COMPANY					
Statutory Agent Name (required)					
Attention (optional) 2338 W. ROYAL PALM ROAD, SUITE J			Attention (optional)		
Address 1			Address 1		
Address 2 (optional) City PHOENIX		AZ 85021 State Zip	Address 2 (optional) City		State Zip
<b>11.3 REQUIRED</b> – the Statutory Agent Acceptance form M002 must be submitted along with this Application For Authority.					

<b>12. DIRECTORS</b> – list the name and business address of each and every Director of the corporation. If more space is needed, check this box <input type="checkbox"/> and complete and attach the Director Attachment form C082.					
DAVD G HILE			JEFFREY L. KOOP		
Director Name 15933 CLAYTON ROAD, SUITE 305			Director Name 15933 CLAYTON ROAD, SUITE 305		
Address 1			Address 1		
Address 2 (optional) BALLWIN		MO 63011 State or Province Zip	Address 2 (optional) BALLWIN		MO 63011 State or Province Zip
City Country	UNITED STATES		City Country	UNITED STATES	
Date taking office (optional):			Date taking office (optional):		

Director Name				Director Name			
Address 1				Address 1			
Address 2 (optional)				Address 2 (optional)			
City	State or Province		Zip	City	State or Province		Zip
Country				Country			
Date taking office (optional):				Date taking office (optional):			
Director Name				Director Name			
Address 1				Address 1			
Address 2 (optional)				Address 2 (optional)			
City	State or Province		Zip	City	State or Province		Zip
Country				Country			
Date taking office (optional):				Date taking office (optional):			
<b>13. OFFICERS - list the name and business address of all principal Officers of the corporation. If more space is needed, check this box <input type="checkbox"/> and complete and attach the Officer Attachment form C085.</b>							
<b>DAVID G. HILE</b>				<b>JEFFREY L. KOOP</b>			
Officer Name <b>15933 CLAYTON ROAD, SUITE 305</b>				Officer Name <b>15933 CLAYTON ROAD, SUITE 305</b>			
Address 1				Address 1			
Address 2 (optional) <b>BALLWIN</b>		<b>MO</b>		Address 2 (optional) <b>BALLWIN</b>		<b>MO</b>	
		<b>63011</b>				<b>63011</b>	
City	State or Province		Zip	City	State or Province		Zip
Country		<b>UNITED STATES</b>		Country		<b>UNITED STATES</b>	
Date taking office (optional):		Officer title: <b>President/CFO</b>		Date taking office (optional):		Officer title: <b>Vice President</b>	
Officer Name				Officer Name			
Address 1				Address 1			
Address 2 (optional)				Address 2 (optional)			
City	State or Province		Zip	City	State or Province		Zip
Country		<b>UNITED STATES</b>		Country			
Date taking office (optional):		Officer title:		Date taking office (optional):		Officer title:	
Officer Name				Officer Name			
Address 1				Address 1			
Address 2 (optional)				Address 2 (optional)			
City	State or Province		Zip	City	State or Province		Zip
Country				Country			
Date taking office (optional):		Officer title:		Date taking office (optional):		Officer title:	
Officer Name				Officer Name			
Address 1				Address 1			
Address 2 (optional)				Address 2 (optional)			
City	State or Province		Zip	City	State or Province		Zip
Country				Country			
Date taking office (optional):		Officer title:		Date taking office (optional):		Officer title:	

14. **FOR-PROFITS ONLY - SHARES AUTHORIZED** - *see Instructions C019/* - list the class (common, preferred, etc.) and total number of shares the foreign corporation is AUTHORIZED to issue. This information must match the original Articles of Incorporation plus any amendments thereto. If more space is needed, check this box ☐ and complete and attach the Shares Authorized Attachment form C087.

Class: COMMON Series: - Total: 1,000 Par Value: NPV  
Class: \_\_\_\_\_ Series: \_\_\_\_\_ Total: \_\_\_\_\_ Par Value: \_\_\_\_\_

15. **FOR-PROFITS ONLY - SHARES ISSUED** - *see Instructions C019/* - list each class/series of authorized shares and give the total number and par value of shares of that class that have been ISSUED. If no shares of that class have been issued, put the number zero. If more space is needed, check this box ☐ and complete and attach the Shares Issued Attachment form C097.

Class: COMMON Series: - Total: 1,000 Par Value: NPV  
Class: \_\_\_\_\_ Series: \_\_\_\_\_ Total: \_\_\_\_\_ Par Value: \_\_\_\_\_

16. **NONPROFITS ONLY - MEMBERS** - check one box only:

Does the foreign nonprofit corporation have members? ☐ Yes ☐ No

17. **PROFESSIONAL CORPORATIONS ONLY - PROFESSIONAL SERVICES** - if "professional corporation" is checked in number 1, briefly describe the type of professional services the corporation will render (examples: accounting, medical, law firm):  
\_\_\_\_\_

18. **PROFESSIONAL CORPORATIONS ONLY - PROFESSIONAL LICENSE:**

By the signature appearing on this document, the foreign professional corporation certifies under penalty of perjury that at least one-half of its shareholders who are entitled to vote for the election of directors, and at least one-half of its directors, and its president, are licensed in one or more states to render a professional service described in the foreign professional corporation's articles of incorporation.

**NOTE:** You must attach a statement from the licensing authority in Arizona for the profession showing that at least one of the professional corporation's shareholders or employees is licensed in Arizona to render that professional service. (See A.R.S. § 10-2245.)

**SIGNATURE:** By checking the box marked "I accept" below, I acknowledge *under penalty of perjury* that this document together with any attachments is submitted in compliance with Arizona law.

☒ I ACCEPT

JEFFREY L. KOOP

04/11/2012

Signature

Printed Name

Date

**REQUIRED** - check only one:

<input type="checkbox"/> I am the Chairman of the Board of Directors of the corporation filing this document.	<input type="checkbox"/> I am a duly-authorized Officer of the corporation filing this document.	<input type="checkbox"/> I am a duly authorized bankruptcy trustee, receiver, or other court-appointed fiduciary for the corporation filing this document.
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Filing Fee: \$175.00 (regular processing)  
Expedited processing - add \$35.00 to filing fee.  
All fees are nonrefundable - see Instructions.

Mail: Arizona Corporation Commission - Corporate Filings Section  
1300 W. Washington St., Phoenix, Arizona 85007  
Fax: 602-542-4100

Please be advised that A.C.C. forms reflect only the minimum provisions required by statute. You should seek private legal counsel for those matters that may pertain to the individual needs of your business.

All documents filed with the Arizona Corporation Commission are public record and are open for public inspection.  
If you have questions after reading the Instructions, please call 602-542-3026 or (within Arizona only) 800-345-5819.

# Delaware

PAGE 1

*The First State*

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "BIS INDUSTRIAL SERVICES, INC.", CHANGING ITS NAME FROM "BIS INDUSTRIAL SERVICES, INC." TO "BILFINGER INDUSTRIAL SERVICES INC.", FILED IN THIS OFFICE ON THE SEVENTH DAY OF MARCH, A.D. 2013, AT 2:14 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

4500300 8100

130287655

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



  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 0266268

DATE: 03-07-13

CERTIFICATE OF AMENDMENT OF CERTIFICATE OF INCORPORATION  
OF

BIS INDUSTRIAL SERVICES, INC.

It is hereby certified that:

1. The name of the corporation (hereinafter called the "corporation") is BIS Industrial Services, Inc.

2. The certificate of incorporation of the corporation is hereby amended by striking out Article One thereof and by substituting in lieu of said Article the following new Article:


"The name of the corporation is Bilfinger Industrial Services Inc."

3. The amendment of the certificate of incorporation herein certified has been duly adopted and written consent has been given in accordance with the provisions of Sections 228 and 242 of the General Corporation Law of the State of Delaware.

4. The effective time of the amendment herein certified shall be upon filing.

Signed on March 1, 2013.

BIS INDUSTRIAL SERVICES, INC.

By:   
Name: David Hile  
Title: President

# Delaware

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*The First State*

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "BIS INDUSTRIAL SERVICES, INC.", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "BILFINGER INDUSTRIAL SERVICES INC.", THE SEVENTH DAY OF MARCH, A.D. 2013, AT 2:14 O'CLOCK P.M.

4500300 8320

130402392

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



  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 0340948

DATE: 04-08-13

# Delaware

PAGE 1

*The First State*

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "BILFINGER INDUSTRIAL SERVICES 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 THIRD DAY OF APRIL, A.D. 2013.



4500300 8300

130387092

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: 0331258

DATE: 04-03-13