

Filing Fee: \$100.00

RECEIVED  
SECRETARY OF STATE  
CORPORATIONS DIV  
ID Number: 143327

OCT 15 12 18 PM '04



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State  
Corporations Division  
100 North Main Street  
Providence, Rhode Island 02903-1335

FILED

OCT 15 2004

By 10P 474330

LIMITED PARTNERSHIP

APPLICATION FOR CERTIFICATE OF REGISTRATION  
(To Be Filled In Duplicate Original)

Pursuant to the provisions of Section 7-13-49 of the General Laws, 1956, as amended, the undersigned foreign limited partnership hereby applies for a Certificate of Registration to transact business in the state of Rhode Island and for that purpose submits the following statement:

1. The name of the limited partnership is Air Liquide Industrial U.S. LP (The name must contain the words "limited partnership" or the letters and punctuation "L.P.")

and, if different, the name which it proposes to register and transact business in the state of Rhode Island is:  
Air Liquide Industrial U.S. Limited Partnership

2. The limited partnership is organized under the laws of Delaware  
and the date of its formation is June 30, 2004

3. The general character of the business it proposes to transact in Rhode Island is:  
provision of liquid gas

4. The name and address of the agent for service of process is Capitol Corporate Services, Inc.  
30 Lawn Street Providence RI 02908  
(Street Address, not P.O. Box) (City/Town) (Zip Code)

5. The foreign limited partnership hereby agrees that if the foreign limited partnership fails to appoint an agent for service of process or, if appointed, the agent's authority has been revoked or if the agent cannot be found or served with the exercise of reasonable diligence, the foreign limited partnership appoints the Secretary of State of the State of Rhode Island as its agent for service of process.

6. The address of the office required to be maintain in the state of its organization by the laws of that state or, if not so required, of the principal office of the foreign limited partnership is:  
615 South DuPont Highway Dover, DE 19901

7. The name and business address of each general partner is:

<u>General Partner</u>	<u>Business Address</u>
Air Liquide IC GP LLC	2700 Post Oak Boulevard, Suite 1800
	Houston, TX 77056

8. The address of the office at which is kept a list of the names and addresses of the limited partners and their capital contributions, together with an undertaking by the foreign limited partnership to keep those records until the foreign limited partnership's registration in this state is cancelled or withdrawn is:

2700 Post Oak Boulevard, Suite 1800 Houston, TX 77056

9. A mailing address for the foreign limited partnership is

2700 Post Oak Boulevard, Suite 1800 Houston, TX 77056

10. As of the date of this filing, the foreign limited partnership validly exists as a limited partnership under the laws of the jurisdiction of its formation.

Date: 9/2/04

Air Liquide Industrial U.S. LP

Print Exact Name of Limited Partnership Making Application

By

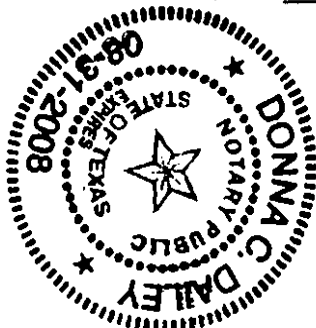
KEVIN FEENEY, SECRETARY General Partner

STATE OF TEXAS  
COUNTY OF HARRIS

In Houston, Texas on this 2nd day of September, 2004, personally appeared before me KEVIN FEENEY who, being by me first duly sworn, declared that he/she is a general partner of AIR LIQUIDE INDUSTRIAL U.S. LP that he/she signed the foregoing document as a general partner of the limited partnership, and that the statements herein contained are true.

Secretary of the LP

Donna C. Dailey  
Notary Public  
My Commission Expires: \_\_\_\_\_



# Delaware

The First State

PAGE 1

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED ARE TRUE AND CORRECT COPIES OF ALL DOCUMENTS ON FILE OF "AIR LIQUIDE INDUSTRIAL U.S. LP" AS RECEIVED AND FILED IN THIS OFFICE.

THE FOLLOWING DOCUMENTS HAVE BEEN CERTIFIED:

CERTIFICATE OF LIMITED PARTNERSHIP, FILED THE THIRTIETH DAY OF JUNE, A.D. 2004, AT 3:47 O'CLOCK P.M.

CERTIFICATE OF CORRECTION, CHANGING ITS NAME FROM "AIR LIQUIDE INDUSTRIAL U.S. L.P." TO "AIR LIQUIDE INDUSTRIAL U.S. LP", FILED THE TWENTIETH DAY OF JULY, A.D. 2004, AT 1:35 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CERTIFICATES ARE THE ONLY CERTIFICATES ON RECORD OF THE AFORESAID LIMITED PARTNERSHIP.



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

3823762 8100H

040653999

AUTHENTICATION: 3340698

DATE: 09-09-04

04  
E



**AIR LIQUIDE**

September 27, 2004

To Whom It May Concern:

Air Liquide America LP hereby consents to the use of a similar name by Air Liquide Industrial U.S. I.P.

John N. Baird, Vice President



**AIR LIQUIDE**

September 27, 2004

To Whom It May Concern:

Air Liquide Healthcare America Corporation hereby consents to the use of a similar name by Air Liquide Large Industries U.S. LP.

John N. Baird, Assistant Secretary