

Filing Fee: \$150.00
License Fee: \$15.00 minimum (§7-1.1-124)

ID Number:

119657



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

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

BUSINESS CORPORATION

APPLICATION FOR CERTIFICATE OF AUTHORITY
(To Be Filed In Duplicate Original)

Pursuant to the provisions of Section 7-1.1-103 of the General Laws, 1956, as amended, the undersigned foreign corporation hereby applies for a Certificate of Authority to transact business in the state of Rhode Island, and for that purpose submits the following statement:

- The name of the corporation is Flowserve US Inc.
- It is incorporated under the laws of Delaware
- The name, if different, which it elects to use in Rhode Island is:
 - If the name of the corporation in its jurisdiction of incorporation does not contain the word "corporation," "company," "incorporated," or "limited," or an abbreviation thereof, then list the name of the corporation with the addition of one of the above corporate endings for use in Rhode Island:
None
 - If the corporate name is not available in Rhode Island, then set forth below the fictitious name under which the corporation will qualify and transact business in Rhode Island as stated in the "Fictitious Business Name Statement" to be filed with this application:
None
- The date of its incorporation is August 18, 1998 and the period of its duration is perpetual
- The address of its principal office in the state or country under the laws of which it is incorporated is 222 W. Las Colinas Blvd., Suite 1500, Irving, TX 75039
- The address of its proposed registered office in Rhode Island is 10 Weybosset St.
(Street Address, not P.O. Box)
Prov. RI 02903 and the name of its proposed registered agent in Rhode Island at
(City/Town) (Zip Code)
that address is CT Corporation System
(Name of Agent)
- The specific purpose or purposes which it proposes to pursue in the transaction of business in Rhode Island are:
pumps, vertical maintenance and repair
- The names and respective addresses of the directors and officers are:

	<u>Name</u>	<u>Address</u>
Director	<u>Ronald F. Shuff</u>	<u>222 W. Las Colinas Blvd., Suite 1500, Irving, TX 75039</u>
Director	<u>John M. Nanos</u>	<u>222 W. Las Colinas Blvd., Suite 1500, Irving, TX 75039</u>
President	<u>Renee Hornbaker</u>	<u>222 W. Las Colinas Blvd., Suite 1500, Irving, TX 75039</u>
Vice President	<u>Ronald F. Shuff</u>	<u>222 W. Las Colinas Blvd., Suite 1500, Irving, TX 75039</u>
Treasurer	<u>John B. Nowlin</u>	<u>222 W. Las Colinas Blvd., Suite 1500, Irving, TX 75039</u>
Secretary	<u>(Asst. Sec.) John M. Nanos</u>	<u>222 W. Las Colinas Blvd., Suite 1500, Irving, TX 75039</u>

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9. The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value or Statement that Shares are without Par Value</u>
<u>1,000</u>	<u>Common</u>		<u>\$0.01</u>

10. The aggregate number of its issued shares, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value or Statement that Shares are without Par Value</u>
<u>n/a</u>			

11. (a) An estimate of the value of all property to be owned by the corporation for the following year, wherever located, is \$ 610,000,000.
- (b) An estimate of the value of the corporation's property to be located within Rhode Island during the following year is \$ 0.00.
- (c) An estimate, expressed as a percentage, of the proportion that the estimated value of the property of the corporation to be located within this state during the following year bears to the value of all property of the corporation to be owned during the following year, wherever located, is 0.00 %. [divide (b) by (a) and multiply by 100 to obtain the percentage].
12. (a) An estimate of the gross amount of business to be transacted by the corporation during the following year is \$ 1,250,000,000.
- (b) An estimate of the gross amount of business to be transacted by the corporation at or from places of business in Rhode Island during the following year is \$ 500,000.
- (c) An estimate, expressed as a percentage, of the proportion that the gross amount of business to be transacted by the corporation at or from places of business in this state during the following year bears to the gross amount thereof which will be transacted by the corporation during the following year is 0.00 % [divide (b) by (a) and multiply by 100 to obtain the percentage].
13. This application is accompanied by certified copies of its articles of incorporation and all amendments thereto, duly authenticated by the secretary of state or other authorized officer of the jurisdiction of its incorporation.

Date: July 27, 2001

FLOWSERVE US INC.

Print Exact Name of Corporation Making Application

By

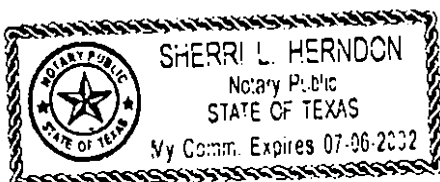
☐ President or ☒ Vice President (check one)

By

☐ Secretary or ☒ Assistant Secretary (check one)

STATE OF TEXAS
COUNTY OF DALLAS

In Irving, on this _____ day of July, 2001, personally appeared before me JOHN M. NANOS who, being by me first duly sworn, declared that he ~~is~~ is the Vice Pres. & Asst. Secretary of the corporation and that he ~~has~~ signed the foregoing document as such officer of the corporation, and that the statements herein contained are true.



Notary Public

My Commission Expires: 07/06/2002

State of Delaware
Office of the Secretary of State

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I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF INCORPORATION OF "FLOWSERVE RED CORPORATION", FILED IN THIS OFFICE ON THE EIGHTEENTH DAY OF AUGUST, A.D. 1998, AT 4 O'CLOCK P.M.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 1263977

010362831

DATE: 07-26-01