



0612939056

File Number 5878-841-4

Doc#: 0612939056 Fee: \$36.50
Eugene "Gene" Moore
Cook County Recorder of Deeds
Date: 05/09/2006 12:22 PM Pg: 1 of 7

State of Illinois
Office of
The Secretary of State

Whereas,

ARTICLES OF INCORPORATION OF
PUMPING SOLUTIONS, INC.

INCORPORATED UNDER THE LAWS OF THE STATE OF ILLINOIS HAVE BEEN
FILED IN THE OFFICE OF THE SECRETARY OF STATE AS PROVIDED BY THE
BUSINESS CORPORATION ACT OF ILLINOIS, IN FORCE JULY 1, A.D. 1984.

Now Therefore, I, George H. Ryan, Secretary of State of the State of Illinois, by virtue of the powers vested in me by law, do hereby issue this certificate and attach hereto a copy of the Application of the aforesaid corporation.

In Testimony Whereof, I hereto set my hand and cause to be affixed the Great Seal of the State of Illinois, at the City of Springfield, this 29TH day of MARCH A.D. 19 96 and of the Independence of the United States the two hundred and 20TH



George H. Ryan

Secretary of State

C-212.2

After recording, please return to:
Ronna Zack
Barnes & Thornburg LLP
One North Wacker Drive, Suite 4400
Chicago, Illinois 60606-2809

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Form BCA-2.10 (Rev. Jan. 1991)	ARTICLES OF INCORPORATION <div style="font-size: 2em; font-weight: bold; margin: 10px 0;">FILED</div> <div style="font-size: 1.5em; font-weight: bold; margin: 5px 0;">PAID</div> <div style="font-size: 1.2em; margin: 5px 0;">MAR 29 1996</div> <div style="font-size: 1.2em; margin: 5px 0;">APR 03 1996</div> <div style="font-weight: bold; margin: 5px 0;">GEORGE H. RYAN</div> <div style="font-weight: bold; margin: 5px 0;">SECRETARY OF STATE</div>	SUBMIT IN DUPLICATE! This space for use by Secretary of State Date <u>3-29-96</u> Franchise Tax <u>\$25.50</u> Filing Fee <u>\$75.00</u> Approved: <u>Z</u> <u>\$100.50</u>
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1. CORPORATE NAME: Pumping Solutions, Inc. Co

(The corporate name must contain the word "corporation", "company," "incorporated," "limited" or an abbreviation thereof.)

2. Initial Registered Agent:	<u>John</u>	<u>R.</u>	<u>Ardaugh</u>
	First Name	Middle Initial	Last name
Initial Registered Office:	<u>116</u>	<u>N. Chicago Street</u>	<u>200</u>
	Number	Street	Suite #
	<u>Joliet</u>	<u>60432</u>	<u>Will</u>
	City	Zip Code	County

3. Purpose or purposes for which the corporation is organized
 (If not sufficient space to cover this point, add one or more sheets of this size.)

SEE ATTACHED RIDER

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4. Paragraph 1: Authorized Shares, Issued Shares and Consideration Received: AP 3-20

Class	Par Value per Share	Number of Shares Authorized	Number of Shares Proposed to be Issued	Consideration to be Received Therefor
Common	\$ N/A	1,000	1,000	\$1,000.00
				TOTAL \$1,000.00

Paragraph 2: The preferences, qualifications, limitations, restrictions and special or relative rights in respect of the shares of each class are:
 (If not sufficient space to cover this point, add one or more sheets of this size.)

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5. **OPTIONAL:** (a) Number of directors constituting the initial board of directors of the corporation: two
 (b) Names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and qualify:

Name	Residential Address
Scott Champlin	950 Stevens Creek Rd., Apt. D8, Augusta, GA
William Versaw	925 Foxchase Rd Pittsburg PA 19238 30907

6. **OPTIONAL:** (a) It is estimated that the value of all property to be owned by the corporation for the following year wherever located will be: \$ _____
 (b) It is estimated that the value of the property to be located within the State of Illinois during the following year will be: \$ _____
 (c) It is estimated that the gross amount of business that will be transacted by the corporation during the following year will be: \$ _____
 (d) It is estimated that the gross amount of business that will be transacted from places of business in the State of Illinois during the following year will be: \$ _____

7. **OPTIONAL: OTHER PROVISIONS**

Attach a separate sheet of this size for any other provision to be included in the Articles of Incorporation, e.g., authorizing preemptive rights, denying cumulative voting, regulating internal affairs, voting majority requirements, fixing a duration other than perpetual, etc.

8. **NAME(S) & ADDRESS(ES) OF INCORPORATOR(S)**

The undersigned incorporator(s) hereby declare(s), under penalties of perjury, that the statements made in the foregoing Articles of Incorporation are true.

Dated 3/12/96, 19__

- | | Address |
|--|--|
| 1. <u><i>Scott A. Champlin</i></u>
Signature and Name

Signature
Scott Champlin
(Type or Print Name) | 1. 950 Stevens Creek Road, Apt. D8

Street
Augusta GA 30907

City/Town State Zip Code |
| 2. _____
Signature

(Type or Print Name) | 2. _____
Street

City/Town State Zip Code |
| 3. _____
Signature

(Type or Print Name) | 3. _____
Street

City/Town State Zip Code |

(Signatures must be in ink on original document. Carbon copy, photocopy or rubber stamp signatures may only be used in conformed copies.)
 NOTE: If a corporation acts as incorporator, the name of the corporation and the state of incorporation shall be shown and the execution shall be by its President and verified by him, and attested by its Secretary or Assistant Secretary.

FEE SCHEDULE

- The initial franchise tax is assessed at the rate of 15/100 of 1 percent (\$1.50 per \$1,000) on the paid-in capital represented in this state, with a minimum of \$25 and a maximum of \$1,000,000.
- The filing fee is \$75.
- The minimum total due (franchise tax + filing fee) is \$100.
(Applies when the Consideration to be Received as set forth in Item 4 does not exceed \$16,667)
- The Department of Business Services in Springfield will provide assistance in calculating the total fees if necessary.

Illinois Secretary of State
 Department of Business Services

Springfield, IL 62756
 Telephone (217) 782-6961

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"R I D E R"

1. The sale, fabrication, service and consultation of liquid handling equipment and other industrial equipment.
2. To purchase, receive, take by grant, gift, devise, bequest or otherwise, lease, or otherwise acquire, own, hold, improve, employ, use and otherwise deal in and with real or personal property, or any interest therein, wherever situated, and to sell, convey, lease, exchange, transfer or otherwise dispose of, or mortgage or pledge, all or any of its property and assets, or any interest therein, wherever situated.
3. To acquire, own, use, convey, manage and otherwise dispose of and deal in real property or any interest therein.
4. To make, enter into, perform and carry out contracts of every kind and description with any person, firm, association, corporation or government or agency or instrumentality thereof.
5. To acquire, and pay for in cash, stock or bonds of this corporation or otherwise, the good will, rights, assets and property, and to undertake or assume the whole or any part of the obligations or liabilities of any person, firm, association or corporation.
6. To borrow or raise money for any of the purposes of the corporation and, from time to time without limit as to the amount, to draw, make, accept, endorse, execute and issue promissory notes, drafts, bills of exchange, warrants, bonds, debentures and other negotiable or non-negotiable instruments and evidences of indebtedness, and to secure the payment of any thereof and of the interest thereon by mortgage upon or pledge, conveyance or assignment in trust of the whole or any part of the property of the corporation, whether at the time owned or thereafter acquired, and to sell, pledge or otherwise dispose of such bonds or other obligations of the corporation for its corporate purposes.
7. To transact any lawful business for which a corporation may be incorporated under the Business Corporation Act of 1933.
8. To possess and exercise all such powers granted to Illinois Corporation under Illinois law.

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FORM **BCA 5.10/5.20** (rev. Dec. 2003)
**STATEMENT OF CHANGE OF
 REGISTERED AGENT AND/OR
 REGISTERED OFFICE**
 Business Corporation Act

Jesse White, Secretary of State
 Department of Business Services
 Springfield, IL 62756
 Telephone (217) 782-3647
 www.cyberdriveillinois.com

Jesse White Secretary of State

Remit payment in the form of a check or money order payable to the Secretary of State. FILED; 10/21/05

File # 5878-841-4 Filing Fee: \$25.00 Approved: **EM**
 Submit in duplicate Type or Print clearly in black ink Do not write above this line

1. CORPORATE NAME: PUMPING SOLUTIONS, INC.



CP0736096

2. STATE OR COUNTRY OF INCORPORATION: Illinois

3. Name and address of the registered agent and registered office as they appear on the records of the office of the Secretary of State (before change):

Registered Agent	Mark	J.	McAndrew
	First Name	Middle Name	Last Name
Registered Office	3051 Oak Grove Dr.	Ste 220	
	Number	Street	Suite No. (A P.O. Box alone is not acceptable)
	Downers Grove, IL	60515	DuPage
	City	ZIP Code	County

4. Name and address of the registered agent and registered office shall be (after all changes herein reported):

Registered Agent	Mark	J.	McAndrew
	First Name	Middle Name	Last Name
Registered Office	One N. Wacker Drive,	Suite 4400	
	Number	Street	Suite No. (A P.O. Box alone is not acceptable)
	Chicago, IL	60606	Cook
	City	ZIP Code	County

5. The address of the registered office and the address of the business office of the registered agent, as changed, will be identical.

6. The above change was authorized by: ("X" one box only)

- a. By resolution duly adopted by the board of directors. (Note 5)
 b. By action of the registered agent. (Note 6)

SEE REVERSE SIDE FOR SIGNATURES(S).

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7. *(If authorized by the board of directors, sign here. See Note 5)*
 The undersigned corporation has caused this statement to be signed by a duly authorized officer who affirms, under penalties of perjury, that the facts stated herein are true.

Dated _____, _____ (Exact Name of Corporation)
 _____ (Month & Day) _____ (Year)
 _____ (Any Authorized Officer's Signature)
 _____ (Type or Print Name and Title)

- (If change of registered office by registered agent, sign here. See Note 6)*
 The undersigned, under penalties of perjury, affirms that the facts stated herein are true.

Dated September 30, 2005 _____ (Signature of Registered Agent of Record)
 (Month & Day) (Year)

Mark J. McAndrew

(Type or print name. If the registered agent is a corporation, type or print the name and title of the officer who is signing on its behalf.)

NOTES

1. The registered office may, but need not be the same as the principal office of the corporation. However, the registered office and the office address of the registered agent must be the same.
2. The registered office must include a street or road address; a post office box number alone is not acceptable.
3. A corporation cannot act as its own registered agent.
4. If the registered office is changed from one county to another, then the corporation must file with the recorder of deeds of the new county a certified copy of the articles of incorporation and a certified copy of the statement of change of registered office. Such certified copies may be obtained ONLY from the Secretary of State.
5. Any change of *registered agent* must be by resolution adopted by the board of directors. This statement must then be signed by a duly authorized officer.
6. The registered agent may report a change of the *registered office* of the corporation for which he or she is registered agent. When the agent reports such a change, this statement must be signed by the registered agent. If a corporation is acting as the registered agent, a duly authorized officer of such corporation must sign this statement.

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Property of Cook County Clerk's Office

STATE OF ILLINOIS
OFFICE OF THE SECRETARY OF STATE
I hereby certify that this is a true and correct copy,
consisting of 6 pages, as taken from the
original on file in this office.



Jesse White
JESSE WHITE
SECRETARY OF STATE

DATE

April 11, 2006

BY

Jill Quandeland