TRADEMARK ASSIGNMENT

Electronic Version v1.1 Stylesheet Version v1.1

| SUBMISSION TYPE: | NEW ASSIGNMENT |
|-----------------------|----------------|
| NATURE OF CONVEYANCE: | CHANGE OF NAME |

CONVEYING PARTY DATA

| Name | Formerly | Execution Date | Entity Type |
|--|----------|----------------|------------------|
| Deutsche Babcock Akgiengesellschaft | | 03/19/1999 | COMPANY: GERMANY |

RECEIVING PARTY DATA

| Name: | Babcock Borsig Aktiengesellschaft |
|-----------------|-----------------------------------|
| Street Address: | Duisburger Strasse 375 |
| City: | Oberhausen |
| State/Country: | GERMANY |
| Postal Code: | 46049 |
| Entity Type: | COMPANY: GERMANY |

PROPERTY NUMBERS Total: 1

| Property Type | Number | Word Mark |
|----------------------|---------|-----------|
| Registration Number: | 2386690 | MPS |

CORRESPONDENCE DATA

Fax Number: (312)463-5001

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: 312-463-5000

Email: bwptotm@bannerwitcoff.com

Correspondent Name: Helen Hill Minsker
Address Line 1: 10 South Wacker Drive

Address Line 2: Suite 3000

Address Line 4: Chicago, ILLINOIS 60606

ATTORNEY DOCKET NUMBER: 05155.00017

DOMESTIC REPRESENTATIVE

Name:

Address Line 1:

TRADEMARK REEL: 003634 FRAME: 0844

900088643

| Address Line 3: Address Line 4: | |
|------------------------------------|----------------------|
| NAME OF SUBMITTER: | Helen Hill Minsker |
| Signature: | /helen hill minsker/ |
| Date: | 10/05/2007 |

Total Attachments: 44

Address Line 2:

source=Change of Name from Deutsche babcock Akgiengesellschaft to Babcock Borsig Aktiengesellschaft#page1.tif source=Change of Name from Deutsche babcock Akgiengesellschaft to Babcock Borsig Aktiengesellschaft#page2.tif source=Change of Name from Deutsche babcock Akgiengesellschaft to Babcock Borsig Aktiengesellschaft#page3.tif source=Change of Name from Deutsche babcock Akgiengesellschaft to Babcock Borsig Aktiengesellschaft#page4.tif source=Change of Name from Deutsche babcock Akgiengesellschaft to Babcock Borsig Aktiengesellschaft#page5.tif source=Change of Name from Deutsche babcock Akgiengesellschaft to Babcock Borsig Aktiengesellschaft#page6.tif source=Change of Name from Deutsche babcock Akgiengesellschaft to Babcock Borsig Aktiengesellschaft#page7.tif source=Change of Name from Deutsche babcock Akgiengesellschaft to Babcock Borsig Aktiengesellschaft#page8.tif source=Change of Name from Deutsche babcock Akgiengesellschaft to Babcock Borsig Aktiengesellschaft#page9.tif source=Change of Name from Deutsche babcock Akgiengesellschaft to Babcock Borsig Aktiengesellschaft#page10.tif source=Change of Name from Deutsche babcock Akgiengesellschaft to Babcock Borsig Aktiengesellschaft#page11.tif source=Change of Name from Deutsche babcock Akgiengesellschaft to Babcock Borsig Aktiengesellschaft#page12.tif source=Change of Name from Deutsche babcock Akgiengesellschaft to Babcock Borsig Aktiengesellschaft#page13.tif source=Change of Name from Deutsche babcock Akgiengesellschaft to Babcock Borsig Aktiengesellschaft#page14.tif source=Change of Name from Deutsche babcock Akgiengesellschaft to Babcock Borsig Aktiengesellschaft#page15.tif source=Change of Name from Deutsche babcock Akgiengesellschaft to Babcock Borsig Aktiengesellschaft#page16.tif source=Change of Name from Deutsche babcock Akgiengesellschaft to Babcock Borsig Aktiengesellschaft#page17.tif source=Change of Name from Deutsche babcock Akgiengesellschaft to Babcock Borsig Aktiengesellschaft#page18.tif source=Change of Name from Deutsche babcock Akgiengesellschaft to Babcock Borsig Aktiengesellschaft#page19.tif source=Change of Name from Deutsche babcock Akgiengesellschaft to Babcock Borsig Aktiengesellschaft#page20.tif source=Change of Name from Deutsche babcock Akgiengesellschaft to Babcock Borsig Aktiengesellschaft#page21.tif source=Change of Name from Deutsche babcock Akgiengesellschaft to Babcock Borsig Aktiengesellschaft#page22.tif source=Change of Name from Deutsche babcock Akgiengesellschaft to Babcock Borsig Aktiengesellschaft#page23.tif source=Change of Name from Deutsche babcock Akgiengesellschaft to Babcock Borsig Aktiengesellschaft#page24.tif source=Change of Name from Deutsche babcock Akgiengesellschaft to Babcock Borsig Aktiengesellschaft#page25.tif source=Change of Name from Deutsche babcock Akgiengesellschaft to Babcock Borsig Aktiengesellschaft#page26.tif source=Change of Name from Deutsche babcock Akgiengesellschaft to Babcock Borsig Aktiengesellschaft#page27.tif source=Change of Name from Deutsche babcock Akgiengesellschaft to Babcock Borsig Aktiengesellschaft#page28.tif source=Change of Name from Deutsche babcock Akgiengesellschaft to Babcock Borsig Aktiengesellschaft#page29.tif source=Change of Name from Deutsche babcock Akgiengesellschaft to Babcock Borsig Aktiengesellschaft#page30.tif source=Change of Name from Deutsche babcock Akgiengesellschaft to Babcock Borsig Aktiengesellschaft#page31.tif source=Change of Name from Deutsche babcock Akgiengesellschaft to Babcock Borsig Aktiengesellschaft#page32.tif source=Change of Name from Deutsche babcock Akgiengesellschaft to Babcock Borsig Aktiengesellschaft#page33.tif source=Change of Name from Deutsche babcock Akgiengesellschaft to Babcock Borsig Aktiengesellschaft#page34.tif source=Change of Name from Deutsche babcock Akgiengesellschaft to Babcock Borsig Aktiengesellschaft#page35.tif source=Change of Name from Deutsche babcock Akgiengesellschaft to Babcock Borsig Aktiengesellschaft#page36.tif source=Change of Name from Deutsche babcock Akgiengesellschaft to Babcock Borsig Aktiengesellschaft#page37.tif source=Change of Name from Deutsche babcock Akgiengesellschaft to Babcock Borsig Aktiengesellschaft#page38.tif source=Change of Name from Deutsche babcock Akgiengesellschaft to Babcock Borsig Aktiengesellschaft#page39.tif source=Change of Name from Deutsche babcock Akgiengesellschaft to Babcock Borsig Aktiengesellschaft#page40.tif source=Change of Name from Deutsche babcock Akgiengesellschaft to Babcock Borsig Aktiengesellschaft#page41.tif source=Change of Name from Deutsche babcock Akgiengesellschaft to Babcock Borsig Aktiengesellschaft#page42.tif source=Change of Name from Deutsche babcock Akgiengesellschaft to Babcock Borsig Aktiengesellschaft#page43.tif

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|---------------|---|---------------|---|---|---|--|
| STR X | CT COURT OBERHAUSE | Capital stock | Managing Board, | Procuration | Legal relationships | a) Date of entry and signature b) Remarks |
| ry | b) Registered Office | or share | General Part- | | | b) Nemano |
| | chapect of company | capital | ners, | | | |
| ; i | | DM | Executive | | | |
| W. SERVER | 1 | | members, Liquidators | | | |
| 1 | 1 2 | 3 | 4 | 5 | 6 | 7 |
| <u>1</u> 1 | a) Deutsche Babcock | 250,000,000 | Dipl. sc. pol. | Gesamtprokuristen: | Aktiengesellschaft. | |
| ſ | Aktiengesellschaft | FOOTOGOLATE | Hans-Lorenz | DiplKaufmann Willi | The statutes were laid down on October/1 November 26 | |
| | b) Oberhausen/Rhineland | | Ewaldsen, | Hanke, Mülheim/Ruhr | 1898 and changed several times, on 15.3.1966 they were | |
| | b) Subsidiaries are established | | Essen-Bredeney, | Otto Bürger, Oberhausen, | reformulated and again altered on 29.3.1966, 5.4.1966, | |
| | in: | | | Rhld. | 25.9.1967, 22.2.1968, 12.3.1969, 19.3.1970, 19.3.1971, | |
| | 1. Frankfurt a. Main under the | | Dipl-Volkswirt Dr. | Hermann Hennecke, | 17.3.1972, 20.3.1974, 19.3.1976, 21.3.1977 and 15.3.1978. The managing board consists of at least two persons. The | |
| | name: | | Amo Dreher | Mülheim/Ruhr, Helmuth Roth, | company is represented by two prembers of the managing | |
| | Deutsche Babcock | | deputy, Bucholt- welmen, | Oberhausen, Rhld. | board or by one member of the managing board together with | |
| | Aktiengesellschaft | | DiplKfm | Horst Niepenberg. | a proxy. If a member of the managing board is appointed | |
| | Zweigniederlassung Frankfurt a. Main | İ | Heinrich Berger, | Oberhausen, Rhld. | Chairman of the managing board the supervisory board can | |
| | 2. Berlin under the name: | | Dinslaken. | Heinz Recht, Oberhausen, | authorise him to represent the company alone. | |
| | Deutsche Babcock Aktien- | | DiplIng. | BiplIng. Rudolf Willach, | The members of the managing board, Dipl. sc. pol. Hans- | |
| | gesellschaft | İ | Helmut Wiehn, | Oberhausen, Rhld. | Lorenz Ewaldsen, Essen-Bredeney has been appointed | |
| | Zweigniederlassung Berlin. | | Oberhausen- | DrIng. Hans-Joachim | Chairman of the managing board. | |
| | 3. Stuttgart under the name: | | Rhld. | Bruns, Mülheim-Ruhr, | The annual meeting of shareholders of March 15, 1978 empowered the managing board to increase by March 1. | |
| | Württembergische Zweig- | | Dist Inc | Dr. rer. pol. Klaus Schöttle, Oberhausen | 1983 with the approval of the supervisory board the share | |
| | niederlassung Deutsche | | DiplIng. Eberhard Bitter- | Rhid. | capital of the company by up to DM 30,000,000 by the issue | |
| | Babcock Aktiengesellschaft. 4. Leverkusen under the | | lich, Kettwig, | Alfred Klump, Wesel- | on one or several occasions of new ordinary bearer shares or | |
| | name: Deutsche Babcock | | non, receiving | Obrighoven, | of non-voting preference bearer shares against contributions | |
| | Aktiengesellschaft | | DiplIng. Olof | Theodor Busch, | in cash or kind and at the same time to take a decision | |
| | Zweigniederlassung | | Enmark, | Øberhausen, Rhld. | regarding the exclusion of the legal right of subscription of the | |
| | Rohrbau Leverkusen. | | Oberhausen- | Horst Lichtenberger, | shareholders. | |
| | 5. Osterode am Harz under the | | Rhld, | Oberhausen, Rhld. | The preference shares are to be subject to the same conditions as those described in Art. 4, Para, 3 of the | |
| | name: Deutsche Babcock | | 5: (1) | Dipl. Ing. Franz Thelen, | statutes. The empowerment also includes the authority to | t to |
| | Aktiengesellschaft | | DiplVolkswirt | Mülheim-Ruhr, Heinz Moshövel, Wesel, | issue, in the event of non-voting preference shares being | |
| | Zweigniederlassung | / | Düsseldorf, | DiplKfm. Hubert Ahlers. | issued on several occasions, further preference shares which | |
| | Rohrbau Osterode. | | ביים ביים ויים ביים ב | Oberhausen-Rhld. | are for the distribution of profits equal to the preference | STATE AND ADDRESS OF THE STATE ADDRESS OF THE STATE AND ADDRESS OF THE STATE AND ADDRESS OF THE STATE AND ADDRESS OF THE STATE AND ADDRESS OF THE STATE AND ADDRESS OF THE STATE AND ADDRESS OF THE STATE AND ADDRESS OF THE |
| | c. <u>Erection, operation,</u> purchase and sale of plants | | Andreas | DiplIng. Milos Junc. | shares previously issued. Art. 4 of the statutes has been | - Commonwealth of the Comm |
| | in the field of machine | | Sylvester | Oberhausen-Rhld. | extended accordingly by paragraphs 4 and 5. | |
| | construction, especially of | 1 | Schlüter, deputy, | Wilhelm Grundmann, | | |
| | turnkey power station | | lawyer, Essen | Oberhausen, Rhld. | | of the Rea |
| | plants, steam generators, | | <u>Bredeney</u> | DiplIng. Dr. rer. pol. | | Atici or manage |
| | steam | | | Eberhardt Karstedt, | | Opp. |
| | superheaters, feedwater | | | Oberhausen-Rhld., Hans-Ludwig Kehnen, | | Heidemark R |
| | heaters, superheated steam | | | Oberhausen-Rhid., | | 2 |
| | control, air heaters, heat | | | DiplKfm. Bernd | | Hadamark R |
| | exchangers, condensers, | | | Hufschmidt, Oberhausen- | | A STANSIAN AND A STAN |
| | nuclear power plants, waste | | | Rhld., | | 18 |

| | CT COURT OBERHAUSE | Capital stock | Managing Board, | Procuration | Legal relationships | a) Date of entry and signature |
|----|---|---------------|-----------------|----------------------------------|---------------------|--|
| of | a) Company | or share | General Part- | 11000 | • | b) Remarks |
| X | b) Registered Office | 1 | ners. | | | |
| \ | c) Object of company | capital | Executive | | | |
| | | | members, | | | |
| | | | Liquidators | | | |
| | | | | 5 | 6 | 7 |
| 1 | 7 | 3 | . 4 | Dipl. Kfm. Dr. jur. Balduin | | Rewritten because of lack |
| | and heating surface | | | | | of clarity under the same |
| | cleaning plants, boiler | | | Kamprad, Essen, | | number HRB 67 on Nov. |
| | <u>feedwater</u> | | | Heinz Kiwitt, Oberhausen- | | 17, 1978 |
| | treatment plants, oil, coal | | | Rhid., | | First entry January 2, |
| | and gas firing systems, | | | Dr. Ing. Rolf Noack, Ober- | | 1899. |
| | fans, filters, piping, gear, | | | hausen-Rhld., | | 1030. |
| | conveying systems, | | | DiplIng. Wolfgang Böger, | | b) Branches in Frankfurt/ |
| | monitoring, control and | | 1 | Oberhausen-Rhld., | | Main: |
| | regulating plants, valves and | | | Dr. rer. nat. Horst Kiesow, | | 1 |
| | fittings, crusher systems, | | \ | Oberhausen-Sterkrade, | | sup. sh. 1 Berlin-Charlottenburg: |
| | foundry products and | | | DiplIng. Dieter Hill, | | |
| | vessels and also industrial | | | Zweibrücken, | | sup. sh. 2 |
| | construction, building | | | DiplKfm. Ekkehard | | Stuttgart: |
| | construction, civil | | | <u> Ciesmann, Altschermbeck,</u> | | sup. sh. 3 |
| | engineering, construction | | | DiplIng. Rudolf Meier, | | <u>Leverkusen:</u> |
| | and selling of plants for the | | | Mülheim-Ruhr, | | <u>sup. sh. 4</u> |
| | water economy, engineering | | | Dr. rer. pol. Rolf | | Osterode/Harz: |
| | construction, erection and | | | Schadwinkel, Essen | | <u>sub. sh. 5</u> |
| | steel structures. | | | Dipl. Volkswirt Harins | | |
| | The company is entitled to | | | Hoch, Düsseldorf. | | sgd. Poersch |
| | arrange any business and | | | DiplIng. Dan | | Senior Court Clerk |
| | | | | Copstantinescu, Essen- | | |
| | measures which seem useful for the achieving of | | | Bredeney, | | |
| | | | | Richard Beelmann, | | |
| | the purpose of the firm. It is | | | Mülheim-Ruhr, | | |
| | permitted also to set up | | | Gustav Hoffmann, | | |
| | branches at home and | | | Seesen, | | |
| | abroad, to acquire | | | DrIng. Willy | | |
| | shareholdings in other | / | 1 | Bruchhäuser, Essen, | | |
| | companies and to conclude | | | DiplKfm. Hanswerner | | |
| | joint venture and inter- | | | Kraemer, Kettwig. | | |
| | company agreements | | | DiplIng. Walter Sauer, | | |
| | | 1 | | Oberhausen-Rhld. | | |
| | | | | DiplIng. Hilger Henseler. | | of the Real |
| | | | | Observed Oblid | | sirici di massi |
| | | | | Oberhausen-Rhld., | | (dig. |
| | | | | DiplIng. Peter Dück. | | / /3 |
| | | | | Oberhausen-Rhld. | | 18 |
| | | | | Siegfried Grohmann, | | No. made Al |
| | | | 1 | Krefeld | | A Heldellane |
| | V | | | Walter Meyer, Duisburg, | | of the Region of |
| / | 1 | | | Arnold Böhm, | | /§ / |
| | | | | Oberhausen- | | 100 |
| | | 1 | 1 | | | 1 17/4 |

| of | a) Company b) Registered Office | Capital stock or share | Managing Board, General Part- | Procuration | Legal relationships | a) Date of entry and signature b) Remarks |
|------|---------------------------------|------------------------|----------------------------------|---|--|--|
| uy \ | c) Object of company | capital | ners, Executive | | | |
| | | | members, | | | |
| 1 | 2 | 3 | Liquidators 4 | 5 | 6 | 7 |
| | | | | Rhid. Werner Heitmüller, Bielefeld, DrIng. Dieter Lemiesz, Neusässt-Westheim, DiplIng. Heino Martin, Oberhausen-Rhid., Johannes Matten, Oberhausen-Rhid., DiplKfm. Franz Skolarski, Mülheim-Ruhr, Josef Welzenbach, Düsseldorf. Each of them is empowered to represent the company together with a member of the managing board on a proxy. | | |
| 2 | | | | The Gustav Hoffmann proxy is superannuated. Gesamtprokurist: Walter Pecher, 4 Düsseldorf 31. He is empowered to represent the company together with a member of the managing board or a | | a) May 16, 1979 b) Sheets 101/102 Special volume sgd. Poersch Senior Court Clerk |
| 3 | | | | Gesamtprokuristen: DiplIng. Peter Jürgen Koschel, 4 Düsseldorf 30, Ing. Peter Lorentzen, Oberhausen-Rhld. | Dr. Amo Dreher, formerly deputy member of the board and DiplIng. Olof Enmark, formlery member of the board, hav left the company's employ. | e b) Sheets 1-6 Special volume |
| / | | | | Each of them is empowered to represent the company together with a member of the board or a proxy. | | Senior Court Clerk Regio |

| STRI of | a) Company | Capital stock | Managing Board, | Procuration | Legal relationships | a) Date of entry and signature |
|-------------|----------------------|---------------|-----------------|---|--|--|
| . OI MYL | b) Registered Office | or share | General Part- | 110001000 | augui souttorongo | b) Remarks |
| "^ | c) Object of company | capital | ners, | | | |
| | (y | | Executive | | | |
| | | | members, | | | |
| | | | Liquidators | | | |
| 1 | V | 3 | 4 | 5 | 6 | 7 |
| 4 | | | DiplIng. Axel | Gesamtprokurist: | DiplIng. Axel Kemna, Kempen, has been appointed member | a) January 17, 80 |
| | | | Kemna, Kempen. | DiplVolkswirt Leonard | of the board, Andreas Sylvester Schlüter, lawyer, Essen- | b) Sheets 7-11, |
| | | | | Meyer, Oberhausen. | Bredeney, has now been appointed member of the board | Special volume |
| | \ | | | He is empowered to | | |
| | | | | represent the company | | sgd. Poersch |
| | | | | together with a member of | | Senior Court Clerk |
| | | | | the managing board or a | | |
| | | | | proxy. | | |
| | | | | T. C. | | |
| 5 | | | | The proxies of DiplIng. | | a) May 12, 1980 |
| - | | | | Hermann Hennecke, Dr. | | b) Sheets 15/16 |
| | | | | Eberhard Karstedt and | | Special Volume |
| | | | ` | DrIng. Rolf Noack are | | Special Folding |
| | | | | superannuated. | | sgd. Poersch |
| | | | | Gesamtprokurist: | | Senior Court Clerk |
| | | | | Jörg Jovy, Mettmann 2. | | Comor Court Clork |
| | | | | He is empowered to | | |
| | | | | represent the company | | |
| | | | | together with a member of | | |
| | | | | the board or a proxy. | | |
| | | | | <u> </u> | | |
| 6 | | | | The proxy of DiplKfm. | | a) Oct. 6, 1980 |
| • | | | | Willi Hanke is | | b) Sheet 19 |
| | | | / | superannuated. | | Special volume |
| | | | | Gesamtprokurist: | | oposisi tolalilo |
| | | | | Dr. Günther Holtmeyer, | | sgd. Poersch |
| | | | | Oberhausen-Rhld. | | Senior Court Clerk |
| | | | | He is empowered to | | Comor Court Cicia |
| | | | | represent the company | | |
| | | | | together with a member of | | |
| | | | | the board or a proxy. | | |
| | | | | alo bould of a proxy. | | |
| 7 | | | | The proxy of Hans-Ludwig | | a) December 23, 1980 |
| | | | | Kehnen is superannuated. | | b) Sheet 22 |
| | | | | | | Special volume |
| | | | | | | Shecial Animile |
| | | | | | | and Prorach |
| | | | | | | Senior Court Curture Regional |
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| \of | a) Company | Capital stock | Managing Board, | Procuration | Legal relationships | a) Date of entry and signature |
|-----------|-----------------------|---------------|-----------------|---------------------------|--|--|
| | b) Registered Office | or share | General Part- | | | b) Remarks |
| <i>j</i> | c) Object of company | capital | ners. | 4 | | |
| | of policor or company | oupitur | Executive | | | |
| | | | members, | | | |
| | | | Liquidators | | | |
| 1 | 2 | 3 | 4 | 5 | 6 | 7 |
| 8 | | | | The proxies of DiplIng. | / | a) April, 16, 1981 |
| Ť | | | | Peter Dück and Siegfried | | b) Sheet 23 |
| | | | | Grohmann are | | Special volume |
| | | | | superannuated. | | opour rounio |
| | | | | <u>caporarination.</u> | | sgd. Poersch |
| | | | | | | Senior Court Clerk |
| | | | | | | Selliot Coult Clerk |
| 9 | | | | | Art. 14 Para. 2 of the statutes Quorum of the Supervisory | a) May 11, 1981 |
| - | | | | | Board) has been modified by decision of the annual meeting | b) Sheets 24-43 |
| | | | | | of shareholders of April 28, 1981. | Special volume |
| | | | | | or smaremonders of April 20, 130 f. | opecial volume |
| | | | | | | sgd. Poersch |
| | | | | | | Senior Court Clerk |
| | | | | | | |
| 10 | | | | The proxies of DiplIng. | | a) Oct. 9, 1981 |
| | | | | Dieter Hill and Alfred | · . | b) Sheets 50/51 |
| | | | | Klump are superant ated. | | Special volume |
| | | | | Gesamtprokurist. | | |
| | | | | Hans Meyer, Bochum, He | | sgd. Poersch |
| - 1 | | | | is empowered to represent | | Senior Court Clerk |
| | | | | the company together with | | ocinoi coult cicik |
| | | | | a member of the | | |
| | | | | | | |
| | | | | managing board or a | | |
| | | | | proxy. | | |
| 11 | | | DiptIng. Dipl | The proxy of DiplIng. | DiplIng. Axel Kemna, Kempag, formerly member of the | a) Oct. 14, 1981 |
| | | | Kfm. Herbert | Milos Junc is | board, has left the company's employ. | b) Sheets 47, 49, 52 |
| | | / | Baer, Krefeld, | superannuated. | DiplIng. DiplKfm. Herbert Baer, Krefeld, and DiplKfm. | Special volume |
| | | | DiplKfm. Otmar | <u>Superannuateu.</u> | Otmar Stollbrink, Oberhausen, have now seen appointed | opecial volume |
| | | | Stollbrink, | | member of the board. | and Daniel |
| | | / | Ohorbousen | | Interniber of the board. | sgd. Poersch |
| | / | ľ | Oberhausen. | | | Senior Court Clerk |
| 12 | | | | | The subsidiary in Stuttgart is disestablished. | a) Oct. 26, 1981 |
| l | | | | | | b) Sheets 47/48 |
| ł | | | | | | Special volume |
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| | | | | | | Sheet 20 of files sgd. Poersch Senior Court Clark Senior Court Clark Asyllouiny |
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| of | a) Company | Capital stock | Managing Board, | Procuration | Legal relationships | a) Date of entry and signature |
|------|----------------------|--|-----------------|---|--|--|
| Jy 🖊 | b) Registered Office | or share | General Part- | | | b) Remarks |
| | c) Object of company | capital | ners, | | | |
| | | | Executive | | | |
| | | | members, | | | |
| 1 | 2 | 3 | Liquidators 4 | 5 | 6 | |
| 13 | | | * | J | The subsidiary in Frankfurt am Main is disestablished. | of Nov. 5 1001 |
| 10 | | | | | The Subsidiary in Frankfult and Wall is disestablished. | a) Nov. 5, 1981 |
| | | | | | | b) Sheets 47/48 Special volume |
| | | | | | | Sheet 26 of files |
| | | | | | | 51100 E0 01 11100 |
| | | | | | | sgd. Poersch |
| | | | | | | Senior Court Clerk |
| 14 | | | | | The selection of the se | |
| 14 | | - | | | The subsidiary in Osterode am Harz is disestablished. | a) Jan. 18, 1982 |
| | | | | | | b) Sheet 53 of files |
| | | | | | | 47/48 Special volume |
| | | | | | | sgd. Poersch |
| | | | | | | Senior Court Clerk |
| 15 | | | | | / | |
| 10 | | | | | The subsidiary in Leverkusen is disestablished. | a) Jan. 28, 1982 |
| | | | | X | | b) Sheet 63 of files |
| | | | | / \ | | 47/48 Special volume |
| | | | | | | sgd. Poersch |
| | | | | | | Senior Court Clerk |
| | | | | / | | |
| 16 | | | | Gesamtprokurist: | | a) Febr. 2, 1982 |
| | | | | DiplBetriebswirt Hans | | b) Sheet 54 |
| | | | | Albrecht, Essen. | | Special volume |
| | | | | He is empowered to | | sgd. Poersch |
| | | | | represent the company | | Senior Court Clerk |
| | | | | together with a member of | | |
| 1 | | | 1 | the managing board or a | | |
| | | | | proxy. | | |
| 17 | | | | The proxies: | | a) 5-1- 05 4000 |
| " | | | | Richard Beelmann, Dr | ` | a) Febr. 25, 1982 b) Sheet 55/56 |
| | | | | Ing. Willy Bruchhäuser, | | 1 2 |
| | | | | DiplIng. Otto Bürger, | | Opcolar volume |
| | | | | DiplIng. Dan | | sgd. Poersch |
| } | | | | Constantinescu, Obering. | | Senior Court Serial To |
| / | | | | Werner Heitmüller, Dipl Ing. Hilger Henseler, Dipl | | Sille |
| - | | | | Volkswirt Hans Hoch, | | |
| | | | | DiplIng. Peter | | [s] d |
| | | | | - | | sgd. Poetsch Senior Court Statute Region |
| | | | | | | 18 Here |
| | | | | | | \ Ž |
| | | | | | | \\$, |

| | a) Company | Capital stock | Managing Board, | Procuration | Legal relationships | a) Date of entry and signature |
|----|---|---------------|------------------|---|--|--|
| N | b) Registered Office | or share | General Part- | | | b) Remarks |
| ` | c) Object of company | capital | ners, | | | |
| | | | Executive | | | |
| | | | members, | | | |
| 1 | | 3 | Liquidators 4 | 5 | 6 | 7 |
| 1 | | J | 4 | 1 | 0 | |
| | | | | Jürgen Koschel, Dipl Kfm. Hanswerner Kraemer, DiplKfm. Ekkehard Liesmann, Dipl Ing. Rudolf Meier, Walter Meyer, DiplIng. Franz Thelen, Josef Welzenbach, Ing. Walter Pecher, are superannuated. | | |
| 10 | a) The numero of the firm are | | | | Ad 2/Duraged of the statutes has been modified by | a) lima 4 4000 |
| 18 | c) The purpose of the firm are the direction, administration and acquisition of companies at home and abroad which are particularly active in the field of the construction of power stations, industrial plant construction, mechanical and process engineering, building construction, civil engineering, engineering and trade, as well as the acquisition and administration of real estate. The company may also become active itself in the fields of business stated in Para. 1. The company is entitled to arrange any business and measures serving the company's purpose. This also includes the setting-up of branches and the conclusion of intercompany | | | | Art. 2 (Purpose) of the statutes has been modified by decision of the annual meeting of shareholders of April 29, 1982 | a) June 1, 1982 b) Sheets 58-60 ff sgd. Poersch Senior Court Clerk |
| 40 | agreements. | | | Ti Di i | | title Pog |
| 19 | | | | The proxy DiplIng. Walter Sauer is superannuated. | | a) July 13, 1982 b) Sheet 3 Special volume sgd. Poersch Senior Court Clesk |

| | CT COURT OBERHAUSE | | Managina Based | Procuration | Legal relationships | HRB 67 a) Date of entry and signature |
|-----------|----------------------|---------------------------|----------------------------------|--|---|---|
| | a) Company | Capital stock or share | Managing Board, General Part- | Procuration | Legarrerationships | b) Remarks |
| | b) Registered Office | 1 | 1 | | | DINCHIGINS |
| | c) Object of company | capital | ners, Executive | | | |
| | | | | | | |
| | | | members, Liquidators | | | |
| 1 | 2 | 3 | Liquidators 4 | 5 | 6 | 7 |
| 20 | | | , | Gesamtprokuristen: | | a) Oct. 12, 1982 |
| 20 | | | | DiplKfm. Ekkehard | | b) Sheet 4/6 |
| | | | | Liesmann, Schermbeck, | | Special volume |
| | | | | DiplKfm. Hubert | | opoda rolano |
| | | | | Pöggeler, Neuss, | | sgd. Poersch |
| | | | | Matthias Weinand. | | Senior Court Clerk |
| | | | | Mülheim/Ruhr. | | |
| | | | | Each of them is | | |
| | | | | empowered to represent | | |
| | | | | the company together with | | |
| | | | | a member of the | | |
| | | | | managing board or a | | |
| | | | | proxy. | | |
| | | | | | | |
| 21 | | | | The proxies DiplIng. | | a) Jan. 17, 1983 |
| | | | | Wolfgang Böger, Arnold | V | b) Sheet 8 |
| | | | | Böhm, DrIng, Hans- | 1 | Special volume |
| | | | | Joachim Bruns, Heinz | | |
| | | | | Kiwitt, Horst | | sgd. Poersch |
| l | | | | Lichtenberger Ing. Peter | | Senior Court Clerk |
| Ì | | | | Lorentzen Dipl Ing. | | |
| | | | | Heino Martin, Johannes | | |
| | | | | Matten, Heinz Moshövel, | | |
| | | | | Horst Niepenberg, Dipl | | |
| | | | | Ing. Heinz Recht, Dipl Kfm. Franz Skolarski, | | |
| l | | | | DiplIng. Rudolf Willach | | |
| | | | | are superannuated. | | |
| | | | | ale superamuateu. | | |
| 22 | | | | A Committee of the Comm | DiplIng. DrIng. E.h. Eberhard Bitterlich, Mülheim/Ruhr, | a) Febr. 7, 1983 |
| | | / / | | | formerly member of the board, has left the company's | b) Sheets 9/10 |
| | | | | | employ. | Special volume |
| | / | / | | | | |
| | | | | | | sgd. Poersch |
| | | | | | | Senior Court Clerk |
| | | | | | | |
| 23 | | | | | Art. 4, Para. 4 of the statutes has been modified and | a) May 10, 1983 |
| | | | | | amended by decision of the annual meeting of shareholders | b) Sheets 11-14 ff. |
| | | - | | | of April 28, 1983 with the approval of the preference | Special volume (2,01" |
| 1 | | | | | shareholders as follows: | N. Sille |
| | / | | | | The managing board is empowered to increase by April 1, | sgd. Poersch |
| Λ | | | | | 1988 with the approval of the supervisory board the share | Senior Court 🗱 |
| / | | | | | capital of the company by up to DM 100 000 000 by the issue | |
| | | | | | on one or | Helph H |
| | | | | | | \ <u>\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\</u> |
| | | | | | | A Strame |

| | CT COURT OBERHAUSE | | Manada Burd | Denoment's - | Legal relationships | a) Date of entry and signature |
|------|---|---------------|----------------------------------|----------------------------|---|--|
| . of | a) Company | Capital stock | Managing Board, General Part- | Procuration | Legai reiationships | b) Remarks |
| Ŋ | b) Registered Office | or share | 1 | | | of tremens |
| / | c) Object of company | capital | ners, | | | |
| | | | Executive | | | |
| | | | members, | | | |
| 1 | 2 | 3 | Liquidators 4 | 5 | 6 | 7 |
| 1 | <u> </u> | J | + | | several occasions of new ordinary bearer shares or non- | |
| | | | | | voting preference bearer shares against contributions in cash. | |
| | | | | | The managing board is, however, empowered to exempt | |
| | | | | | maximum amounts from the right of subscription of the | |
| | | | | | shareholders and also to exclude the right of subscription as | |
| | | | | | far as necessary, to offer for subscription new ordinary shares | |
| | | | | | | |
| | | | | | to the ordinary shareholders as well as new non-voting | |
| | | \ | \ | | preference shares to the preference shareholders and thus to | |
| | | | 1 | | exclude the right of subscription of bearers of one class of | |
| | | | | | shares to shares of another class. The preference shares are | |
| | | | | | to be subject to the same conditions as of those described in | |
| | | | | | Para. (3). The empowerment also includes the authority to | |
| | | | | \ | issue, in the event of non-voting preference shares being | |
| | | | | | issued on several occasions, further preference shares which | |
| | | | | | are for the distribution of profits equal to the preference | |
| | | | | \ / | shares previously issued. | |
| ٥, | | | De inc Hilli-t | \longrightarrow | Diplsc. pol. Hans Lorenz Ewaldsen, Essen-Bredeney, has | a) Oct. 3, 1983 |
| 24 | | | Dr. jur. Ulrich | · /\ | | b) Sheets 19/22 |
| | | | Schmidt, Krefeld- | | retired as member of the managing board. | |
| | | | Verberg | | Br. jur. Ulrich Schmidt, Krefeld-Verberg, has been appointed | Special volume |
| | | | | | member of the board. The member of the board, DiplIng. | and Doomah |
| | | | | r | Helmut Wiehn, Oberhausen-Rhld., has been appointed | sgd. Poersch Senior Court Clerk |
| | | | | | Chairman of the managing board. | Senior Court Clerk |
| 25 | *************************************** | | / | The proxies Dipl | | a) Jan. 2, 1984 |
| 20 | | | / | Betriebswirt Hans Albrecht | | b) Sheet 24 |
| | | | | and Jörg Jovy are | | Special volume |
| | | | | superannuated. | | Opcolar Volumo |
| | | | | paperannuated. | | sgd. Poersch |
| | | | | | | Senior Court Clerk |
| | , | Y | | | | Oction Court Cloty |
| 26 | | | | The proxy DiplKfm. | | a) April 5, 1984 |
| | | | 1 | Hubert Ahlers is | | b) Sheet 27 |
| | | | - | superannuated. | | Special volume |
| | | | | | | |
| | | | - | | | sgd Poersch |
| | | | | | | Senior Court Clerk |
| | | | | | | Solum " |
| | | | | | | Xici |
| | | | | | | 18 |
| | | | | | | 70 |
| | | | | | | E |
| | | | | | | Senior Court Clerk |
| | | I | | | | Ole Real Post of the Party of t |
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| | | | | | | \Fa. |
| | | | | | | No Albani |

TRADEMARK

DISTRICT COURT OBERHAUSEN Rhid. **HRB 67** a) Company Capital stock Managing Board, Procuration Legal relationships a) Date of entry and signature b) Registered Office or share General Partb) Remarks c) Object of company capital ners, Executive members, Liquidators 3 6 27 The proxy Dipl.-Kfm. a) Febr. 20, 1986 Bernd F. Hufschmidt is superannuated. sgd. Poersch Senior Court Clerk 28 Gesamtprokurist: a) April 16, 1986 Dipl.-Ökonom Herbert b) Sheet 39 Brembreuker, Essen. Special volume He is empowered to represent the company sgd. Poersch together with a member of Senior Court Clerk the board or a proxy. 29 The proxy Matthias a) April 30, 1986 Weinand is b) Sheet 44 superannuated. Special volume sgd. Poersch Senior Court Clerk 30 350,000,000,--Due to the empowerment according to Art. 4, Para. 4, it has a) March 4, 1987 been decided to increase the share capital of DM b) Decision Sheet 1 ff 250,000,000 by RM 100,000,000 to DM 350,000,000. With its decision of January 13, 1987 the supervisory board has amended Art. 4 of the statutes (share capital and shares). Special volume sgd. Poersch The capital increase has been implemented. Senior Court Clerk 31 Dipl.-Kfm. Otmar Stollbrink, Oberhausen, has retired as a) May 18, 1987 member of the managing board. b) Sheets 14/15 Special volume sgd. Poersch Senior Court Clerk 32 The proxy Wilhelm a) Sept. 30, 1987 Grundmann is b) Sheet 18 art Clerking superannuated. Special volume sgd. Poersch Senior Court Cley

TRADEMARK

| | ICT COURT OBERHAUS | EN Rhid. | | | | HRB 67 |
|-----------------|--|--------------------------------------|---|--|---|--|
| vo. of entry | a) Company b) Registered Office c) Object of company | Capital stock or share capital | Managing Board, General Part- ners, Executive members, Liquidators | Procuration | Legal relationships | a) Date of entry and signature b) Remarks |
| 1 | 2 | 3 | 4 | 5 | 6 | 7 |
| 33 | | | | Gesamtprokurist: Diplom-Volkswirt Peter Gülich, Düsseldorf. He is empowered to represent the company together with a member of the board or a proxy. | | a) January 12, 1988 b) Sheet 19 Special volume sgd. Poersch Senior Court Clerk |
| 34 | | | | | At the meeting on January 19, 1988 the supervisory board resolved to adopt the new version of Art. 23 (financial statements) of the statutes. | a) March 24, 1988 b) Sheets 20-21 Special volume (signature illegible) Senior Court Clerk |
| 35 | | | | Gesamtprokurist: Werner Prieß, Oberhausen. He is empowered to represent the company together with a member of the board or a proxy. | | a) April 28, 1988 b) Sheet 22 Special volume (signature illegible) Senior Court Clerk |
| 36 | | | | | On April 28, 1988 the annual meeting of shareholders resolved to amend Art. 20, Rara 4 (voting right) of the statutes. | a) May 9, 1988 b) Sheets 23 ff, 26 Special volume sgd. Poersch Senior Court Clerk |
| 37 | | | | The proxy Helmut Roth is superannuated. | | a) July 26, 1988 b) Sheet 1 Special volume sgd: Poersch Senior Court Clerk |
| | | | | | | Senior Court Clerk Senior Court Clerk Regional Senior Court Clerk Regional Region |

| of | ICT COURT OBERHAUSE a) Company | Capital stock | Managing Board, | Procuration | Legal relationships | a) Date of entry and signature |
|-----|-----------------------------------|--|-----------------|---------------------------|---|------------------------------------|
| | b) Registered Office | or share | General Part- | | | b) Remarks |
| tiy | c) Object of company | capital | ners, | | | |
| | O collect of courbant | Joaphai | Executive | | | |
| | | | members, | | | |
| | | | Liquidators | | | |
| 1 | X | 3 | 4 | 5 | 6 | 7 |
| 38 | | <u>*</u> | , | | DiplKfm. Heinrich Berger has retired as member of the | a) October 7, 1988 |
| 00 | | | | | managing board. | b) Sheet 2/3 |
| | | | | | | Special volume |
| | | 1 | | | | (signature illegible) |
| | | | | | | Senior Court Clerk |
| | | | | | | Schol Court Oldin |
| 39 | | | | Gesamtprokurist: | | a) November 22, 1988 |
| • | | 1 | \ | Brigitte Kefeli, Mülheim- | | b) Sheet 4 |
| | | | \ | Ruhr. | | Special volume |
| | | | | She is empowered to | | F |
| | | | | represent the company | | sgd. Poersch |
| | | | | together with a member of | | Senior Court Clerk |
| | | | | the board or a proxy. | | |
| | | | | made of a proxi- | | |
| 40 | | | | | DiplIng. Dipl. Kfm. Herbert Baer has retired as member of | a) June 26, 1989 |
| | | | | | the managing board. | b) Sheets 6/7 |
| | | | | | | Special volume |
| | | | | | | |
| | | | | | \ | sgd. Poersch |
| | | | | | | Senior Court Clerk |
| | | | | | | |
| 41 | | | DiplKfm. Claus | / | DiplKfm. Claus Mänz-Siebje, Kempen, has been appointed | a) July 10, 1989 |
| | | | Mänz-Siebje, | | member of the managing board. | b) Sheets 8/10 |
| | | | <u>Kempen</u> | | | Special volume |
| | | | / | | | and Dannet |
| | | | / | | | sgd. Poersch |
| | | / | <u> </u> | | | Senior Court Clerk |
| 42 | | | DrIng. Peter- | | DrIng. Peter-Jürgen Kreher, Essen, and BiplIng. Lorenz | a) January 30, 1990 |
| 42 | | | Jürgen Kreher, | | Weegen, Borken, have been appointed members of the | b) Sheets 11-16 |
| | | | | | managing board. | Special volume |
| | / | 1 | Essen, | | manayiny poaru. | opediai volunie |
| | | | DiplIng. Lorenz | | | sgd. Poersch |
| | | | Weegen, Borken. | | ` | Senior Court Clerk |
| | | | -1009on, comon. | | | |
| 43 | | | DiplKfm. Dr. | | DiplIng. DrIng. E.h. Helmut Wiehn has retired as member | a) May 10, 1990 |
| TU | | | rer.pol. Heyo | | of the managing board. | b) Sheets 2/4 |
| | | | Schmiedeknecht. | | DiplKfm. Dr. rer. pol. Heyo Schmiedeknecht, Herdecke, has | 1 \ |
| | | | Herdecke. | | been appointed member of the managing board. | Dohi |
| | | | 1.10.200.00. | | At the same time he has been appointed Chairman of the | sqd. Poersch |
| | | | | | managing board. | Senior Court Clear |
| | | | | | | 18 |
| | | | | | | 7.0 |
| | | L | | | | 1 2 |
| | | | | | | sgd. Poersch Senior Court Clear |
| | | | | | | /2 Her |
| | | | | | | \ \ |
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| o. of | a) Company | Capital stock | Managing Board, | Procuration | Legal relationships | a) Date of entry and signature |
|---------------|----------------------|--|-----------------|---------------------------|---|--|
| o. o. htcy | b) Registered Office | or share | General Part- | | | b) Remarks |
| III. | c) Object of company | capital | ners, | | | |
| \ | C) Object of company | Capital | Executive | | | |
| | | | members, | | | |
| | | | Liquidators | | | |
| 1 | | 3 | Liquidators 4 | 5 | 6 | 1 / 7 |
| 44 | <u> </u> | | | Gesamtprokurist: | | June 12, 1990 |
| 44 | | | | Norbert Schulz, Essen- | | b) Sheet 5 |
| | | | | Bredeney. | | Special volume |
| | | | | He is empowered to | | opcolar volume |
| | | | | | | sgd. Poersch |
| | | | | represent the company | | Senior Court Clerk |
| | | | | together with a member of | | Senior Court Clerk |
| | | | | the board or a proxy. | | |
| | | ` | | | DiplIng. Dr. Ing. Peter-Jürgen Kreher has retired as member | a) July 19, 1990 |
| 45 | | | | | of the managing board. | b) Sheets 7/8 |
| | | | | | or the managing board. | |
| | | | | | | Special volume |
| | | | | | | sgd. Poersch |
| | | | | | | sga. Poerson Senior Court Clerk |
| | | | | | | Seuloi Conti Clerk |
| 40 | | | | The proxy Hans Meyer is | | a) October 8, 1990 |
| 46 | | | | superannuated. | | b) Sheet 9 |
| | | | | Superannualeu. | - | Special volume |
| | | | | | | opeda: volume |
| | | | | | | sgd. Poersch |
| | | | | | | Senior Court Clerk |
| | | | | | | Oction Oddit Oloik |
| 47 | | | | Gesamtprokurist: | | a) November 8, 1990 |
| 71 | | | | Dr. jur. Helmut Schäfer, | | b) Sheet 10 |
| | | | | Oberhausen. | | Special volume |
| | | | | He is empowered to | | operation to take the same |
| | | | | represent the copany | | sgd. Poersch |
| | | / | | together with a member of | | Senior Court Clerk |
| | | | | the board or a proxy. | | Oction Court Clonk |
| | | | | uic buaiu ui a piuxy. | | |
| 48 | | / | | Gesamtprokuristen: | | a) April 24, 1991 |
| TU | / | ľ | | Dr. rer. nat. Peter | | a) April 24, 1991 b) Sheet 12 |
| | | | | Friedrich Mülheim a.d. | | Special volume |
| | | | | Ruhr. | | Oposiai totamo |
| | | | | DiplKfm. Horst Pflanze, | | sgd_Poersch |
| | | | | Oberhausen. | | Conion Court Clork |
| | | | | Each of them is | | Comor count crom |
| | | | | empowered to represent | | Ne Regional V |
| | | | | the company together with | | olu |
| | | | | a member of the board or | | |
| | | | | | | 138 |
| / | | | | a proxy. | | 288 |
| | | | | | | 5 Men |
| | | 1 | L | | | i jo jakov |
| | | | | | | Seinol Count Clerk Seinol |
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| of | a) Company | Capital stock | Managing Board, | Procuration | Legal relationships | a) Date of entry and signature |
|------|----------------------|---------------|-------------------|---------------------------|--|--|
| | b) Registered Office | or share | General Part- | 1,000,000 | | b) Remarks |
| ntry | | | } | | | |
| | c) Object of company | capital | ners, | | | |
| | | | Executive | | | |
| | | | members, | | | |
| | | | Liquidators | | | |
| 1 | 2 | 3 | 4 | 5 | 6 | 1 |
| 49 | | | | | Dr. jur. Ulrich Schmidt has retired as member of the | a) July 5, 1991 |
| | | | | | managing board. | b) Sheets 15/16 |
| | | | } | | | Special volume |
| | | | | | | |
| | | | | | | sgd. Poersch |
| | | | | | | Senior Court Clerk |
| | | | | | | |
| 50 | | | DiplIng. | , | Dr. sc. pol. Jörg Schill has retired as member of the managing board. DiplIng. Siegfried Kostrzewa, Overath, has | a) June 11, 1992 |
| | | | Siegfried | | managing board. DiplIng. Siegfried Kostrzewa, Overath, has | |
| | | | Kostrzewa, | | been appointed member of the managing board. | Special volume |
| | | | Overath. | | | |
| | | | | | | sgd. Poersch |
| | | | 1 | \ | | Senior Court Clerk |
| | | | | | | |
| 51 | | | | Gesamtprokurist: | | a) Nov. 25, 1992 |
| | | | | Dr. rer. pol. Werner | 1 | b) Sheet 20 |
| | | | | Inderfurth, Bocholt | | Special volume |
| | | | | He is empowered to | | |
| | | | | represent the company | | sgd. Senior Court Clerk |
| | | | | together with a member of | | |
| | | | | the board or a proxy. | | |
| | | | | | | |
| 52 | | | | The proxy Leonhard | | a) January 27, 1993 |
| | | | | Meyer is superannuated. | | b) Sheet 22 |
| | | | | | | Special volume |
| | | ļ | | | | |
| | | | | | | sgd. Senior Court Clerk |
| | | | | | | |
| | | | | | | |
| 53 | | / | DiplWirtsch | | DiplKfm. Claus Mänz-Siebje has retired as member of the | a) March 4, 1993 |
| •• | / | | Ing. Rainer Klee, | | managing board. | b) Sheets 23/28 |
| | | | Einhausen, Dipl | | DiplWirtschIng. Rainer Klee and DiplIng. Hans Westphal | Special volume |
| | | | Ing. Hans | | have been appointed members of the managing board. | |
| | | | Westphal, Kochel | | | sad. Senior Court Clerk |
| | | | am See | | | |
| | | | | | | |
| 54 | | | | The proxy Dr. rer.pol. | | a) April 14, 1993 b) Sheet 29 Special volume sqd. Senior Court Clark |
| " / | ľ | | | Klaus Schöttle is | | b) Sheet 29 Special volume o |
| / | | | | superannuated. | | XIM" |
| | | | | | | sgd. Senior Court Clerk |
| | | 1 | | | | San Donier Dourt Signi |
| | | | | | | |
| | | | | | | l iii |
| | | <u></u> | <u> </u> | | | <u> </u> |
| | | | | | | sgo. Senior Count (Jerk |
| | | | | | | Jeg " |
| | | | | | | \ \ \ \ |
| | | | | | | V Da |

| | a) Company | N Rhld. Capital stock | Managing Board, | Procuration | Legal relationships | a) Date of entry and signature |
|---|-------------------------------------|------------------------|-----------------|-------------|--|--|
| | b) Registered Office | or share | General Part- | | 0 | b) Remarks |
| \ | c) Object of company | capital | ners, | | | |
| | Salast or southard | | Executive | | | |
| | | | members, | | | |
| | | | Liquidators | | | |
| | λ | 3 | 4 | 5 | 6 | 7 |
| | c) The purpose of the company | | | | The general meeting of shareholders on April 5, 1993 has | 1 |
| | is the directing, the | | | | amended the statutes as follows: | |
| | adminstration, the acquisition | | | | Art. 2 Purpose of the company, Art. 14 Resolutions and Art. | |
| | and the sale of companies at | | | | 15 Consent of the supervisory board, Art. 18 Emoluments of | |
| | home and abroad which are, in | | | | the members of the supervisory board, Art 20 Voting right | |
| | particular, active in the fields of | | | | and limitation of voting rights. | |
| | power station construction, | | 1 | | According to Art. 4(4) the managing board is autorized until | |
| | industrial plant construction, | | \setminus 1 | | April 1, 1998 to increase the share capital of the company, | |
| | mechanical engineering and | | | | with the approval of the supervisory board, by up to DM | |
| | process equipment | | | | 100,000,000 by one or more issues of new common bearer | *************************************** |
| | construction, structural and civil | | | | shares against cash contributions. For that purpose the | |
| | engineering, engineering and | | 1 | _ | shareholders are to be granted a subscription right. The | |
| | trading activities, and the | | | | managing board is, however, authorized to exclude residual | |
| | acquisition and administration | | | | amounts from the shareholders' subscription right. | |
| | of real property. | | | | <i>Y</i> . , , | |
| | The company can also become | | | \ / | 1 | |
| | active itself in the fields of | | | \times | | |
| | business mentioned in | | | /\ | | |
| | paragraph 1. | | | | \ | |
| | The company is entitled to carry | | | | | |
| | out any business and measures | | | | | |
| | which serve the purpose of the | | <i> </i> | | | |
| | company. This also includes the | | / | | | |
| | setting up of branch | | / | | | |
| | establishments and the | | / | | | |
| | conclusion of company | | | | | |
| | agreements. | / | | | | a) May 3, 1993 |
| | The company management is | | | | | b) Sheet 1- |
| | entitled to conclude inter- | | | | | b) 011001 1- |
| | company agreements as | | | | | (Signed) |
| | defined in Art. 291, 292 of the | | | | | Senior Court Clerk |
| | corporation act with dependent | | | | | OCHIOL CORIT CIGIK |
| | companies. | | | | | |
| | COMPANICS. | | | | | |
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| 2. of | a) Company | Capital stock | Managing Board, | Procuration | Legal relationships | a) Date of entry and signature |
|-------|----------------------|---------------|-----------------|--|---|--------------------------------|
| A | b) Registered Office | or share | General Part- | | | b) Remarks |
| . / | c) Object of company | capital | ners, | | | |
| | | | Executive | | | |
| | | | members, | | | |
| | | | Liquidators | distribution of the state of th | | |
| 1 | 2 | 3 | 4 | 5 | 6 | 7 |
| ., | | | | | | |
| 56 | | | Kerner Smith, | The procurations of | Kerner Smith, Sudbury MA/USA, has been appointed | a) October 28, 1993 |
| | | | Sudbury, MA/USA | Theodor Busch, DiplKfm. | member of the managing board. | b) Sheets 57-66 Special |
| | ` | 1 | | Dr.jur.Balduin Kamprad, | | Volume |
| | | | | Dr.jur. Helmut Schäfer | | (Signed) |
| | | | | have been withdrawn. | | Senior Court Clerk |
| | | | | Gesamtprokuristen: | | Ochiol Oddit Olcik |
| | | | | Reinhard Ernst | | |
| | | | | Bellwinkel. Krefeld; | | |
| | | | | | | |
| | | | | Gustav Buchel, Düssel- | | |
| | | | | dorf; | | |
| | | *** | | Helmut <u>Geissen</u> , Ober- | | |
| | | 1 | | hausen; | | |
| | | | | Dr.ren.pol.Horst Heiber, | | |
| | | | | Bocholt; | | |
| | | | | DiplVolkswin Martin | <i>Y</i> | |
| | | 1 | | Lohmann, Hannover: | | |
| | | | | Franz Joachim Pasezior | | |
| | | | | Oberhausen. Each of | \ | |
| | | | | them is entitled to | | |
| | | | | represent the company | | |
| | | | | together with a member of | | |
| | | | | the managing board or | | |
| | | | | with a Prokurist. | | |
| | | | | | | |
| 57 | | | | Correction of entry dt. | | a) November 23, 1993 |
| 1 | | | | October 28, 1993: | | b) Two surnames of the |
| | | / | | Helmut Geisen | | Prokuristen entered on |
| I | | | | Gustav Buckel. | | October 28 were officially |
| | | | | | | corrected. |
| | | | | | | (Signed) |
| | | 1 | | | | Senior Court Clerk |
| 58 | | | | Gesamtprokurist: | DiplIng. Lorenz Weegen is no longer member of the | a) January 6, 1994 |
| | | | | DiplKfm. Thomas Nose- | managing board. | b) Sheets 67-69 Special |
| ĺ | | | | kabel, Ratingen. | | Voltage |
| | | | | He is entitled to represent | | (Signed) |
| | | | | the company together with | | Senior Court Clerk |
| | | | | a member of the | | Regional |
| | / | | | managing board or with a | | \square 1 |
| | | | - | Prokurist. | | 1 15 |
| / | | | 1 | | | |
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| | | | | | | = , Mark |
| | | | | | | Senior Court Clerk Regional |
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| | | | | | | ₹*₽ /. |

| of try | a) Company b) Registered Office c) Object of company | Capital stock or share capital | Managing Board, General Part- ners, Executive members, | Procuration | Legal relationships | a) Date of entry and signature b) Remarks |
|-----------|--|--------------------------------------|--|--|--|--|
| | | | Liquidators | | | |
| 1 | 8 | 3 | 4 | 5 | 6 | 7 |
| 59 | | | | Gesamtprokurist: Dr.rer.pol.Michael Herhaus, Hannover. He is entitled to represent the company together with a member of the managing board or with a Prokurist | DiplIng. Walter Münnich, Hamminkeln, has been appointed member of the managing board | a) January 20, 1994 b) Sheets 70-73 Special Volume (Signed) Senior Court Clerk |
| 60 | | · | | Procuration of Dr.rer.pol. Horst Heiber has been withdrawn. | | a) July 26, 1994 b) Sheet 79 Special Volume (Signed) Senior Court Clerk |
| 61 | | | | Gesamtprokurist: DiplKfm. Thomas Zinnöcker, Essen. He is entitled to epresent the company together with a member of the managing board or with a Prokurist. | | a) August 17, 1994 b) Sheet 80 Special Volume (Signed) Senior Court Clerk |
| 62 | | | | Procuration of Brigitte Kefeli has been withdrawn. Gesamtprokuristen: DrIng. Burkhard Schmolck, Hamburg. DrIng. Marei Karen Strack, Neuss. Each of them is entitled to represent the company together with a member of the managing board or with a Prokurist. | | a) October 19, 1994 b) Sheets 81-83 Special Volume (Signed) Senior Court Clerk |
| | | | | | | Hayanah Hayanah |

| of | a) Company | Capital stock | Managing Board, | Procuration | Legal relationships | a) Date of entry and signature |
|-----|---|---------------|---|--|---|---|
| N | b) Registered Office | or share | General Part- | | | b) Remarks |
| , / | c) Object of company | capital | ners, | | | |
| | (, , , , , , , , , , , , , , , , , , , | | Executive | | | |
| | | | members, | | | |
| | | | Liquidators | | | |
| 1 | 2 | 3 | 4 | 5 | 6 | 7 |
| 63 | | | | | Kerner Smith is no longer member of the managing board. | a) October 26, 1994 |
| 00 | | | | | Technol of the following of the the the deal of the standard board. | b) Sheets 84/85 Special |
| | | | | | | Volume |
| | ` | \ | 4 | | | (Signed) |
| | | | *** | | | Senior Court Clerk |
| ~1 | | | | Casamiasaloudalas | | |
| 64 | | | M. C. | Gesamtprokuristen: | | a) January 25, 1995 |
| | | ` | | DiplIng. Klaus G. Barten- | | b) Sheets 86-88 Special |
| | | | | bach, Düsseldorf-Benrath; | | Volume |
| | | | | Ass.jur.Ulrich Feist, Dort- | | (Signed) |
| | | | | mund; | | Senior Court Clerk |
| | | | | DiplIng. Ingo Radünz, | | |
| | | | | Büsseldorf. | | |
| | | | | Each of them is entitled to | | |
| | | | | represent the company | | |
| | | | | together with a member of | | |
| | | | | the managing board or | 1 | |
| | | | | with a Prokurist. | | |
| 65 | | | | / ` | The general meeting on 5 April 1993 adopted the | a) February 13, 1995 |
| | | | | | modification of Arts. 4, 18, 20 of the Statutes (share capital, | b) Sheets 90/94 ff. Special |
| | | | | | preference shares). The 3rd paragraph of Art. 4 (preference | Volume |
| | | | | | shares) was deleted without being replaced. | (Signed) |
| | | | | <u> </u> | | Senior Court Clerk |
| 66 | | | | Procuration of Dr.rer.nat. | | a) March 20, 1995 |
| | | | | Horst Kiesow has been | | b) Sheet |
| | | | | withdrawn. | | (Signed) |
| | | | | | | Senior Court Clerk |
| 67 | | | | Procuration of DrIng. | | a) May 10, 1995 |
| • | | | | Dieter Lemiesz has been | | b) Sheet 3 Special Volume |
| | | | | withdrawn. | | (Signed) |
| | | | | THE STATE OF THE S | | Senior Court Clerk |
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| . of | a) Company | Capital stock | Managing Board, | Procuration | Legal relationships | a) Date of entry and |
|------|----------------------|--|-----------------|---|---------------------|-----------------------------------|
| ry | b) Registered Office | or share | General Part- | о при при при при при при при при при при | | signature |
| | c) Object of company | capital | ners, | | | b) Remarks |
| \ | | | Executive | | | |
| | | turn turn turn turn turn turn turn turn | members, | | | |
| | | | Liquidators | | | |
| 1 | 2 | 3 | 4 | 5 | 6 | 7 |
| | | | 1 | | | a) June 14, 1995 |
| 68 | | | | Procuration of Dr.rer.pol. | | b) Sheet 7 Special Volume |
| | | | | Rolf Schladwinkel has | | (Signed) |
| | \ | | | been withdrawn. | | Senior Court Clerk |
| | | | | | | Octilor Court Olcik |
| 69 | | + | | Gesamtprokurist: | | a) July 13, 1995 |
| | | | | DiplKfm. Michael Kolb, | | b) Sheet 8 Special Volume |
| | | | 1 | Kohlscheid. | | (Signed) |
| | | | | He is entitled to represent | | Senior Court Clerk |
| | | | | the company together with | | COUNT COURT CICIL |
| | | | | a member of the | | |
| | | | | managing board or with a | | |
| | | | | Prokurist | | |
| 70 | , .2 <u>5 </u> | | <u> </u> | Gesamtprokurist: | | a) September 13, 1995 |
| 10 | | | | DrIng. Ukich Kelm. | | b) Sheet 9 Special Volume |
| | | | | 50858 Köln. | | |
| | | | | He is entitled to represent | | (Signed) Senior Court Clerk |
| | | | | the company together with | | Selliot Court Clerk |
| | | | | a member of the | | |
| | | | | managing heard as with a | | *** |
| | | | | managing board or with a Prokurist. | | |
| | | | | FRANCISE. | | |
| 71 | | | / | Procuration of Ass.jur. | | a) November 21, 1995 |
| • • | | | | Ulrich Feist has been | | b) Sheet 10 Special Volume |
| | | | | withdrawn. | | (Signed) |
| | | | | maidrams. | | Senior Court Clerk |
| | | | f | | | a) February 8, 1996 |
| 72 | | | | Procuration of Dipl | | |
| | | | | Volksw. Martin Lohrmann | | b) Sheets 11-18 Special Volume |
| | | \vee | | has been withdrawn. | | 1 . |
| | / | 1 | | Gesamtprokuristen: | | (Signed) |
| | | | | Adalbert Banspach, 45478 | | Senior Court Clerk |
| | | | | Mülheim; | | |
| | | | | <u>Diploec.</u> Ludger Kramer, | | |
| | | | - | | | |
| | | | | 47906 Kempen. | | Oggional A. |
| | | | | Each of them is entitled to | | Ville Una |
| | | | | represent the company | | V. g. |
| | | | | together with a member of | | |
| | | | | the managing board or | | 8 |
| | | | | with a Prokurist. | | ē M. |
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| | 1 -1 0 | Canital steels | Managing Board, | Procuration | Legal relationships | a) Date of entry and signature |
|-----|----------------------|---------------------------|---|-----------------------------|---|--|
| of | a) Company | Capital stock or share | General Part- | riocuiation | Legal folditorionips | b) Remarks |
| try | b) Registered Office | capital | ners, | | | |
| | c) Object of company | Capitai | Executive | | | |
| | | | 1 | | | |
| | | | members, Liquidators | | | |
| 1 | 2 | 3 | Liquidators 4 | 5 | 6 | 7 |
| 73 | | | | Procurations | | a) February 15, 1996 |
| 13 | | | | Dr.rer.nat.Peter Friedrich, | | b) Sheets 15-16 Special |
| | | | hanne de la companya | Dr.rer.pol.Michael | | Volume |
| | | | | Herhaus. | | (Signed) |
| | | | | DiplKfm. Thomas | | Senior Court Clerk |
| | | | | Zinnöcker have been | | Comor Court Cions |
| | | | | withdrawn. | | |
| | | | | Gesamtprokurist: | | |
| | | | | DiplMath. Werner | | |
| | | | | Frowein, Wermelskirchen. | / | |
| | | | | He is entitled to represent | | |
| | | | | the company together with | | |
| | | | \ | a member of the | | |
| | | | | managing board or with a | | |
| | | | | Prokurist | | |
| 74 | | | DrIng. | 1 TORGHOD | DrIng. Jürgen Gerlach has been appointed full member of | a) March 11, 1996 |
| 14 | | | Jürgen Gerlach, | | the managing board. He is entitled to represent the company | b) Sheets 17-22 Special |
| | | · | Munich | X | together with a member of the managing board or with a | Volume |
| | | | HUNDI | | Prokurist. | (Signed) |
| | | | | | 1 TONGING | Senior Court Clerk |
| 75 | | | | Procuration of DiplKfm. | | a) May 2, 1996 |
| 10 | | : | | Horst Pflanze has been | | b) Sheets 24/25 Special |
| | | | | withdrawn. | | Volume |
| | | | | Gesamtprokuristen: | | (Signed) |
| | | | | Joachim Düssel, | | Senior Court Clerk |
| | | | | Düsseldorf, | | |
| | | | | Steffen Werner Wurst, | | |
| | | | | Dortmund. | | |
| | | | | Each of them is entitled to | | |
| | | | | represent the company | | |
| | | | | together with a Prokurist. | | |
| | | | | and a remainder | | |
| | | | | | | |
| 76 | | | | | DiplWirtschIng. Rainer Klee is no longer member of the | a), June 12, 1996 |
| | | | | | managing board. | b) Sheets 25-27 Special |
| | | | | | | Volume |
| | | | | | | (Signed) |
| | | | | | | Senior Court Clerk |
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| | | | | | | 18 Mellon |
| | | _ | | | | Senior Court Clerk |
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| | | | | | | Page 1/18 |

TRADEIMARN

HRB 67 DISTRICT COURT OBERHAUSEN Rhid. Managing Board, Legal relationships a) Date of entry and signature No. of a) Company Capital stock Procuration b) Registered Office or share General Partb) Remarks entry c) Object of company capital ners, Executive members. Liquidators 6 3 2 1 a) July 18, 1996 Gesamtprokurist: Hans-Josef Büllesbach, b) Sheet 28 Special Volume 77 Oberhausen. (Signed) He is entitled to represent Senior Court Clerk the company together with a member of the managing board or with a Prokurist. Procuration of Dipl.-oec. Dipl.-Ing. Siegfried Kostrzewa, Dipl.-Ing. Walter Münnich, 78 a) August 15, 1996 Ludger W. Kramer has Andreas S. Scaluter, lawyer, and Dipl.-Ing. Hans Westphal b) Sheets 25/96 Special are no longer members of the managing board. been withdrawn. Volume (Signed) Senior Court Clerk 79 a) September 9, 1996 Collective procuration: Dr. jur. Eberhard Mirow, b) Sheet 27 Special Volume Kaarst. (Signed) He is entitled to represent Senior Court Clerk the company together with a member of the managing board or with a Prokurist.

Kaufmann Fritz Kall, Cologne, has been appointed member

In the meeting on 8-7-1996 the supervisory board decided

according to § 25 of the articles of association to change the

of the managing board.

80

81

Kaufmann

Fritz Kall,

Cologne

TRADEWARK

a) October 18, 1996

a) October 28, 1996

b) Sheets 31-34ff. Special

PORTIONINA

Volume (Signed Hollunder) Senior Court Clerk

b) Sheets 28-30 Special

| of | a) Company b) Registered Office | Capital stock or share | Managing Board, General Part- | Procuration | Legal relationships | a) Date of entry and signature b) Remarks |
|----|---------------------------------|---------------------------|--|--|--|--|
| | c) Object of company | capital | ners, Executive members, | | | |
| | | | Liquidators | | | |
| 1 | λ | 3 | 4 | 5 | 6 | 7 |
| 83 | | | | | Due to the merger agreement of 3 February 1997 as well as due to the resolutions passed at the general meeting on 4 February 1997 the company, being dissolved without liquidation, has amalgamated as a whole by absorption through transfer of its assets with Deutsche Babcock Industrie- und Systemtechnik Aktiengesellschaft Oberhausen (HRB 899, Oberhausen District Court) as the transferring company. | a) February 12, 1997 b) Sheets 35 ff 42 Special Volume (Signed Hollunder) Senior Court Clerk |
| 84 | | | Prof. DrIng. Klaus G. Lederer. Walldorf. | Procuration of DiplIng. Thomas Nösekabel has been withdrawn. Gesamtprokuristen: DiplKim. Reinhard Christian Meinke, Meerbusch: DiplOec. Lutz Reinery, Wuppertal. Each of them is entitled to represent the company together with a member of the managing board or with a Prokurist. | DiptKfm. Dr.rer.pok Heyo Schmiedeknecht is no longer member of the managing board. Prof. DrIng. Klaus G. Lederer, Walldorf, has been appointed member of the managing board. At the same time he has been appointed Chairman of the managing board. | a) March 13, 1997 b) Sheets 48-54 Special Volume (Signed Hollunder) Senior Court Clerk |
| / | | | | | | Heidemanie Rigi |

| | ICT COURT OBERHAUSE | Conital stant | Managing Board, | Procuration | Legal relationships | a) Date of entry and signature |
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| of itry | a) Company b) Registered Office c) Object of company | Capital stock or share capital | General Part- ners, Executive members, Liquidators | | | b) Remarks |
| 1 | 2 | 3 | 4 | 5 | 6 | |
| 85 | | | | | By a resolution passed at the general meeting on 19 March 1997 the management board of the company has been granted the following extension and prolongation of its powers according to § 4, para 3 of the articles of association: The nominal amount of the capital authorized according to § 4, para. 3 of the articles of association is increased from DM 100,000,000.— by DM 40,000,000 to a total of DM 140,000,000.— The entitlement to the exclusion of subscription rights for peak amounts according to § 203, item 2, § 186, item 4 of the Company Act also refers to the changed authority of the management board. The duration of the authority is extended beyond 1 April 1998 until 1 March 2002. The 3rd para of § 4 of the articles of association has been modified accordingly. The general meeting of the company of 19 March 1997 decided on the creation of an authorized capital II according to § 202 and the following in connection with § 186 of the Company Act in the nominal amount of DM 35,000,000.—. Another item 4 has been added accordingly to § 4 of the articles of association. | a) March 26, 1997 b) Sheets 39-42 ff. Special Volume (Signed Hollunder) Senior Court Clerk |
| | | | | Procuration of Werner | | a) April 3, 1997 |
| 86 | | | | Prieß has been withdrawn. | | b) Sheet 48 Special Volume |
| | | | | | | (Signed Hollunder) Senior Court Clerk |
| | | 1 | _ | Gesamtprokurist: | | a) May 2, 1997 |
| 87 | | | | Wolf-Dietrich Glockner, Duisburg. He is entitled to represent the company together with a member of the Managing board or with another Prokurist. | | a) May 2, 1997 b) Sheet 2 Special Volume (Signed Hollunder) Senior Court Clerk The Receive Heiden Are |

| IST I R | ICT COURT OBERHAUSE | N Rhid. | | | | HRB 67 |
|--------------------|--|--------------------------------------|---|---|--|--|
| r.of try | a) Company b) Registered Office c) Object of company | Capital stock or share capital | Managing Board, General Part- ners, Executive members, Liquidators | Procuration | Legal relationships | a) Date of entry and signature b) Remarks |
| 1 | 2 | 3 | 4 | 5 | 6 | 7 |
| 88 | | | | Procurations of Adalbert Banspach, DiplMath. Werner Frowein, Dr.rer. pol. Werner Inderfurth, DrIng. Ulrich Kelm have been withdrawn. Gesamtprokurist: Dipl. phil. Peter Michael Blau. Leverkusen. He is entitled to represent the company together with a member of the managing board or with another Prokurist. | | a) May 27, 1997 b) Sheets 3-5 Special Volume (Signed Hollunder) Senior Court Clerk |
| 89 | | | Ass. jur. Gerd Worieschek, Stuttgart | andrici 1 roquis. | DrIng. Jürgen Gerlach is no longer member of the managing board. Ass. jur. Gerd Woriescheck, Stuttgart, has been appointed member of the managing board. | a) June 20, 1997 (Signed Hollunder) Senior Court Clerk |
| 90 | | | | Procurations of Norbert Schulz and DiplIng. Klaus Bartenbach have been withdrawn. | | a) September 8, 1997 b) Sheets (Signed Hollunder) Senior Court Clerk |
| 91 | | | | Gesamtprokuristen: Eckhard Jockisch, Remscheid; DiplKfm. Reinhard Kunz; Erkrath. Each of them is entitled to represent the company together with a member of the managing board or with a Prokurist. | | a) October 29, 1997 b) Sheets 12-13 Special Volume (Signed Hollunder) Sentor Court Clerk Heldemarie Rig |

| STRICT COURT OBERHAL | | | | | HRB 67 |
|---|--------------------------------------|---|--|---------------------|---|
| of a) Company b) Registered Office c) Object of company | Capital stock or share capital | Managing Board, General Part- ners, Executive members, Liquidators | Procuration | Legal relationships | a) Date of entry and signature b) Remarks |
| 1 2 | 3 | 4 | 5 | 6 | 7 |
| 92 | | | Procurations of Joachim Düssel, Dr.jur. Eberhard Mirow, DiplKfm. Hubert Pöggeler, DiplOec, Lutz Reinery, Dr. Burkhard Schmolck have been withdrawn. Gesamtprokurist: DiplKfm. Joachim Schönke, Düsseldorf. He is entitled to represent the company together with a member of the manading board or with another Prokurist. | | a) January 19, 1998 b) Sheets 14-16 Special Volume (Signed Hollunder) Senior Court Clerk |
| 93 | | | Gesamtprokurist: Günter Schulze, Leverkusen He is entitled to represent the company together with a member of the managing board or with another Prokurist. Procurations of Dipl.Kfm. Michael Kolb and Joachim Schönke have been withdrawn. | | a) August 3, 1998 b) Sheet 21 Special Volume (Signed Hollunder) Senior Court Clerk Regional Laboratory And August 3, 1998 b) Sheet 21 Special Volume (Signed Hollunder) Senior Court Clerk |

| . of | a) Company | Capital stock | Managing Board, | Procuration | Legal relationships | a) Date of entry and signature |
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| . UI | b) Registered Office | or share | General Part- | r rocuration | Logar resultationships | b) Remarks |
| tið 🔪 | b) Registered Office | | į. | | | b) Nelliarks |
| | c) Object of company | capital | ners, | | | |
| | | | Executive | | | |
| | | | members, | | | |
| | | | Liquidators | | | |
| 1 | 2 | 3 | 4 | 5 | 6 | / 7 |
| 94 | | *** | | Procuration of Dr. Blau | | a) October 1, 1998 |
| | | | | has been withdrawn. | | b) Sheets |
| | | | | Gesamtprokurist: | | |
| | | 1 | | Reinhard-Ernst Bellwinkel, | | (Signed Hollunder) |
| | | | | Krefeld. | | Senior Court Clerk |
| | | | | | | Sellior Court Clerk |
| | | | | He is entitled to represent | | |
| | | | 1 | the company together with | | |
| | | | | a member of the | | |
| | | | | managing board or with | | |
| | | | \ | another Prokurist. | | |
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| 95 | | | | Gesamtprokurist: Markus Hennes, Kaarst. | | a) November 5, 1998 |
| | | | | Markus Hennes, Kaarst. | | b) Sheets 22-25 Special |
| | | | | He is entitled to represent | | Volume |
| | | | | the company together with | | |
| | | | / | a member of the | | (Signed Hollunder) |
| | | | | | | Senior Court Clerk |
| | | | | managing board or with | | Sellior Court Clerk |
| | | | | another Prokurist. | | |
| | | | | Procurations of Ekkehard | | |
| | | / | | Liesmann and Dr. Ing. | | |
| | | | | Marei Karen Strack have | | |
| | | | | been withdrawn. | | |
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| n.f | a) Campany | Canital stack | Managing Board, | Procuration | Legal relationships | a) Date of entry and signature |
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| . of | a) Company | Capital stock | Consol Dod | FIOCULATION | Legal relationships | b) Remarks |
| | b) Registered Office | or share | General Part- | | | U) Reliidiks |
| ` | c) Object of company | capital | ners, | | | |
| | | | Executive | | | |
| | | | members, | | | |
| | | 1 | Liquidators | | | |
| 1 | X | 3 | 4 | 5 | 6 | 7 |
| 96 | | | | Procuration of Markus | | a) January 29, 1999 |
| • | | | | Hennes has been | | b) Sheet 26 Special Volume |
| | | | | withdrawn. | , | b) Gricot 20 opcolar volunto |
| | | 1 | | | | (Oinned Hellowden) |
| | | | | Gesamtprokurist: | | (Signed Hollunder) |
| | | | | DiplKfm. Wolfgang | | Senior Court Clerk |
| | | | | Fenselau, born on | | |
| | | | 1 | 8.12.1941, Haan. | | |
| | | | | He is entitled to represent | | |
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| | | | | the company together with | | |
| | | | | a member of the | | |
| | | | | managing board or with | | |
| | | | | another Prokurist. | | |
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| 97 | | | | Gesamtprokuristen: DiplMath. Susanne | | a) February 26, 1999 |
| | | | | DiplMath. Susanne | | b) Sheets 27-29 Special |
| | | | | Spiegel, born on | | Volume |
| | | | | Spiegel, born on 22.3.1965, Hamm, | | |
| | | | | Dr. Hans-Joachim | | (Signed Hollunder) |
| | | and the second | | Wieckmann, born on | | Senior Court Clerk |
| | | | | 17.4.1944, Leverkusen- | | Oction Court Cicix |
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| | | | | Opladen. | | |
| | | / | 1 | Each of them is entitled to | | |
| | | | | represent the company | | |
| | | | | together with a member of | | |
| | | | | the managing board or | | |
| | | Y | | with a Prokurist. | ` | <u> </u> |
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| Q. of | a) Company | Capital stock | Managing Board, | Procuration | Legal relationships | a) Date of entry and signatur |
|----------|---|---------------------------|-----------------|-------------|---|--|
| <i>y</i> | b) Registered Office | or share | General Part- | 1 1000.000 | | b) Remarks |
| , / | c) Object of company | capital | ners. | | | l' / |
| | | | Executive | | | |
| | | | members, | | | |
| | | | Liquidators | | | |
| 1 | 2 | 3 | 4 | 5 | 6 | 7 |
| 98 | a) Babcock Borsig Aktiengesellschaft | EUR 178,952, 158.42 | | | The Annual Meeting of Shareholders of March 18, 1999 resolved the following amendments to the statutes: Art. 1 (1) (company name), Articles 4 (1), (3), (4), 15, 18 (1) and 20 (4) (Share capital, division of the shares, approved capital, consent of the supervisory board, remuneration of the supervisory board and voting right). The share capital is newly divided into individual share certificates. The share capital, the approved capital, the remuneration of the supervisory board and other amounts so far stated in DM are changed over to EURO. Art. 4 (Share capital) is supplemented by a new para. (5) (Conditional capital). The share capital has been conditionally increased by up to EUR 4,000,000.00 by issueing new shares. Art. 4 (Share capital) is supplemented by the addition of one para. (6) (Conditional capital). The share capital has been conditionally increased by up to EUR 71,580,000.00. Art. 4 (Share capital) is supplemented by the addition of one para. (7) (Conditional capital). The share capital has been conditionally increased by up to EUR 13,800,000.00. Art. 4 para. (3) and (4) (Approved capital) have been extended. The empowerment of the managing board to issue new shares against cash contributions has been extended to the issue of shares against contributions in kind. The managing board is authorised, in the case of issues of shares against contributions in kind. The managing board to exclude the right of purchase of the shareholders wholly or in part. | a) March 19, 1999 b) Sheets 30ff-32ff Special Volume (Signed Hollunder) Senior Court Clerk |

| | ICT COURT OBERHAUSE a) Company | | Managina Doord | Procuration | Logol relationships | HRB 67 |
|------|-----------------------------------|--|----------------------------------|-----------------------------|---|--|
| . of | b) Registered Office | Capital stock or share | Managing Board, General Part- | Procuration | Legal relationships | a) Date of entry and signature |
| try | | 1 | 1 | | | b) Remarks |
| | c) Object of company | capital | ners, Executive | | | |
| | | AL PARTIES AND A STATE AND A S | 1 | | | |
| | | | members, | | | |
| | | | Liquidators | | | |
| 99 | 2 | 3 | 4 | 5 | 6 | 1/ 1 |
| 99 | | | DiplWirtschafts- | Gesamtprokurist: | DiplWirtschaftsing. Gisbert Rühl, born on 4.2.1959, Essen, | a) April 21, 1999 |
| | | | ing. Gisbert Rühl, | Dr. Sportwiss, Jörg | has been appoi8nted member of the managing board. | b) Sheets 33-36 |
| | | | born on 4.2.1959, | Oestreich, born on | | Special Volume |
| | | | Essen | 30.10.1942, Bocholt. | | |
| | | | | He is entitled to represent | | |
| | | | | the company together with | | (Signed Hollunder) |
| | | \ | <u> </u> | a member of the | | Senior Court Clerk |
| | | | | managing board or with | | |
| | | | | another Prokurist. | | |
| | | | | Procurations of Dipl | | |
| | | | | Ökonom Herbert | | |
| | | | | Brembreuker and Dipl | | |
| | | 1 | | Ing. Ingo Radunz have | | |
| | | | | been withdrawn. | | |
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| 100 | | 200 051 015 | | | | |
| 100 | | <u>268,251,917.</u> | | | Partly utilizing the power granted on 18 March 1999, the | a) September 10, 1999 |
| | | 32 Euro | | | share capital has been increased by EUR 89,299,758.90 to | b) Sheets 2-5 |
| | | | | | EUR 268,251,917.32. Art. 4(1) of the articles of association | Special Volume |
| | | / | | | (Amount and division of the share capital) has been amended | |
| | | | | | by resolution of the supervisory board dated 1 July 1999. | (Signed Hollunder) |
| | | | | | According to that resolution, the authorized capital II amounts | Senior Court Clerk |
| | | | | | to EUR 176,319.10 in Art. 4 (4). Art. 4 (3) is deleted, | |
| | | Y | | | paragraph 4 turns into paragraph 3. | |
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| o. of try | a) Company b) Registered Office c) Object of company | Capital stock or share capital | Managing Board, General Part- ners, Executive members, | Procuration | Legal relationships | a) Date of entry and signature b) Remarks |
| | | | Liquidators | | | |
| 1 | 2 | 3 | 4 | 5 | 6 | 7 |
| 101 | | | | Gesamtprokurist: Achim Heuser, born on 24.10.1962, Oberhausen. He is entitled to represent the company together with a member of the managing board or with another Prokurist. | | a) Ozfober 7, 1999 b) Sheet 14 Special Volume (Signed Hollunder) Senior Court Clerk |
| 102 | | | | Gesamtprokuristen: DipKfm. Ulrich Pelz, born on 19.11.1963, DK-2920 Charlottenlund; | | a) October 21, 1999 b) Sheets 18-21 Special Volume (Signed Hollunder) |
| | | | | Walter Lorenz Falkners, born on 28-Z 1942, Essen. They are entitled each to represent the company together with a member of the managing board or with another Prokurist. | | Senior Court Clerk |
| 103 | | | Diplom-Ökonom Reinhard Kayser, born on 04.09.52, Wennigsen. | | Fritz Kalris no longer member of the managing board. Diplom-Ökonom Reinhard Kayser, born on 04.09.52, Wennigsen, has been appointed member of the managing board. | a) November 8, 1999 b) Sheets 23-27 Special Volume (Signed Hollunder) Senior Court Clerk |
| / | | | | | | The Begional App |

| | CT COURT OBERHAUSI a) Company | Capital stock | Managing Board, | Procuration | Legal relationships | a) Date of entry and signature |
|------------|----------------------------------|---------------|-----------------|---|---------------------|--|
| . or ry | b) Registered Office | or share | General Part- | Lincalgrini | Legal leiationships | |
| .19 | | | 1 | | | b) Remarks |
| | c) Object of company | capital | ners, | | | |
| | | | Executive | | | |
| | | | members, | | | |
| | | | Liquidators | | | |
| 1 | 2 | 3 | 4 | 5 | 6 | 7 |
| 104 | | | | Gesamtprokuristen: | | a) February 21, 2000 |
| | | | | Dr. Ing. Hans Fechner, | | a) February 21, 2000 b) Sheets 31-33 |
| | | | | born on 10.1.1954, | | Special Volume |
| | | | | Düsseldorf; | | Opcolar Folding |
| | | 1 | | Bernhard Hampen, born | | (Cirred Cohuma) |
| | | | | Delinialu Hampell, Dolli | | (Signed Schwan) |
| | | | | on 16.8.1956, | | Senior Court Clerk |
| | | | | Oberhausen; | | |
| | | ' | k | Dipl | | *************************************** |
| | | | | Wirtschaftsing, Detlef | | West and the second sec |
| | | | | Klüssendorf, born on | | |
| | | | | 30.5.1958, Ratingen | | |
| | | | | DiplWirtschaftsing. | | |
| | | | | Andre Versteeg, born on | | |
| | | 1 | | 20.1:1965, Ratingen | | |
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| | | | | They are entitled each to | | |
| | | | | represent the company | | |
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| ۱۵ ۵٤ | a) Company | Canital stant | Managina Daged | Description | l and middle achies | I at Data of cuts 11 1 1 |
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| of try | a) Company b) Registered Office c) Object of company | Capital stock or share capital | Managing Board, General Part- ners, Executive members, Liquidators | Procuration | Legal relationships | a) Date of entry and signature b) Remarks |
| 1 | 2 | 3 | 4 | 5 | 6 | 7 |
| 105 | | 268,428,236. 42 Euro | | | As regards item 9 of the agenda, the company's general meeting held on 18 March 1999 has, in amendment of Art 4 (3) and (4) of the articles of association, authorized the managing board to increase the company's share expital until 1 March 2002 by up to a total of EUR 89,476,878.00 by the one-off or recurrent issue of new shares payable to bearer against cash or non-cash contributions; should the increase be effected against non-cash contribution, the statutory subscription right of the shareholders shall be suspended. On the basis of that authorization, the managing board has decided on 16 June 1999 to increase the company's share capital by an amount of EUR 89,299,758.90 to EUR 268,251,917.32 by issuing 3,493,103 new shares payable to bearer. The capital increase has been entered in the commercial register on 10 September 1999. On the basis of the still existing authorization of the managing board to issue new shares against cash contribution and the authorization to suspend, in whole or in part, the statutory subscription right of the shareholders in such case, unless the issue-price of the new shares is considerably lower than the stock exchange price of the shares of the same type already listed on the stock exchange at the time of the final determination of the issue price, the managing board has decided on 25 January 2000 to increase the company's share capital from EUR 268,251,917.32 by EUR 176,319.10 to EUR 268,428,236.42 by issuing 6,897 new shares against cash contribution at an amount of 5 % above the stock exchange price per share, to suspend the statutory subscription right of the shareholders, and to admit Babcock Pensions (asse V.V.a.G., Oberhausen, to the subscription for the new shares. The authoritative stock exchange price shall be the average closing price of the share of Babcock Borsig AG on the Frankfurt Stock Exchange on the last five market days prior to the subscription. In its meeting held on 31 January 2000, the company's supervisory board has consented to this resolution of the man | Anthorized Anthorized Ville Book No. 100 the Book No. 100 |

| | CT COURT OBERHAUSEN | 1 1 (1 (1 (v) | | | | HRB 67 |
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| to, of entry | a) Company b) Registered Office c) Object of company | Capital stock or share capital | Managing Board, General Part- ners, Executive members, Liquidators | Procuration . | Legal relationships | a) Date of entry and signatur b) Remarks |
| 1 | 2 | 3 | 4 | 5 | 6 | 7 |
| | | | | | The capital increase has been carried out to the amount resolved. All of the 6,897 bearer shares have been acquired by Babcock Pensionskasse V.V.a.G., Oberhausen, at fine determined issue price of EUR 41.44 per share against cash contribution. The shareholders' meeting has adopted the following resolutions on 18 March 1999: Resolution concerning the creation of an authorized capital I and amendment to the articles of association 10.1. The managing board is authorized until 1 March 2004 to increase the company's share capital, with the consent of the supervisory board, by up to EUR 107,372,000.00 (equivalent to approx DEM 210 million) by the one-off or recurrent issue of new shares against cash or non-cash contributions. The managing board is, however, authorized to exempt fractional amounts from the shareholders' subscription right with the consent of the supervisory board. The managing board is bother authorized, with the consent of the supervisory board, to have the new shares acquired by a credit institution under the obligation to offer them to the shareholders for subscription, granting them an indirect subscription right. The managing board is authorized to lay down the further details of the capital increase. 10.2. Accordingly, the following paragraph is added to Art. 4 of the articles of association: "The managing board is authorized until 1 March 2004 to increase the company's share capital, with the consent of the supervisory board, by up to EUR 107,372,000-00 by the one-off or recurrent issue of new shares against cash or non-cash contributions. The shareholders shall be granted a subscription right. The managing board is, however, authorized to exempt fractional amounts from the shareholders' subscription right with the consent of the supervisory board, to have the new shares acquired by a credit institution under the obligation to offer them to the shareholders for subscription, granting them an indirect subscription right." Resolution concerning the creation of an authorized capital II and am | Regional A. Astrough A. Astrou |

| entry b) Registered Office or | r share Ge apital ne | lanaging Board, leneral Part- | Procuration | Legal relationships | a) Date of entry and signature |
|-------------------------------|-------------------------|------------------------------------|-------------|--|--|
| | Lic | xecutive nembers, iquidators | | | b) Remarks |
| 1 2 | 3 | 4 | 5 | 6 | 7 |
| | | | | 11.1. The managing board is authorized until 1 March 2004 to increase the company's share capital, with the consent of the supervisory board, by up to EUR 26,842,000.00 (eguivalent to approx. DEM 52.5 million) by the one-off or recurrent issue of new shares against cash or non-cash contributions (authorized capital II). If the shares are issued against cash contributions, the managing board can, with the consent of the supervisory board, suspend the statutory subscription right of the shareholders unless the issue price of the new shares is considerably lower than the stock exchange price of the shares of the same type already listed on the stock exchange at the time of the final determination of the issue price. If and as far as the power to suspend the subscription right as defined in the second sentence is not exercised, the managing board can suspend the statutory subscription right of the shareholders with regard to fractional amounts with the consent of the supervisory board. The managing board is further authorized, with the consent of the supervisory board, have the new shares acquired by a credit institution or consectium of banks under the obligation to offer them to the shareholders for subscription, granting them an indirect subscription right. The managing board is authorized to regulate the further details of the capital increase. 11.2 Accordingly, the following paragraph is added to Art. 4 of the articles of association: "The managing board is authorized until March 2004 to increase the company's share capital, with the consent of the supervisory board, suspend the statutory subscription right of the shares are issued against cash contributions, the managing board can, with the consent of the supervisory board, suspend the statutory subscription right of the shares of the same type already listed on the stock exchange at the time of the final determination of the issue price. | REGIONAL APPENDENT TO THE PROPERTY OF THE PROP |

DISTRICT COURT OBERHAUSEN Rhid. **HRB 67** Managing Board, No. of a) Company Capital stock Procuration Legal relationships a) Date of entry and signature b) Registered Office General Partor share b) Remarks c) Object of company capital ners. Executive members. Liquidators 3 5 a) March 2, 2000 If the shares are issued against cash contributions, the b) Sheet managing board can, with the consent of the supervisory board, suspend the statutory subscription right of the shareholders, unless the issue price of the new shares is considerably lower than the stock exchange price of the (Signature illegible) shares of the same type already listed on the stock exchange Senior Court Clerk at the time of the final determination of the issue price. If and as far as the power to suspend the subscription right as defined in the second sentence is not exercised, the managing board can suspend the statutory subscription right of the shareholders with regard to fractional amounts with the consent of the supervisory board. The managing board is further entitled, with the consent of the supervisory board, to have the new shares acquired by a consortium of banks under the obligation to offer them to the shareholders for subscription, granting them an indirect subscription right." On the basis of the power conferred pursuant to Art. 25 of the articles of association, the supervisory board has amended Art. 4 of the articles of association on 31 January 2000 as follows: 4.1. Art. 4 (1) reads: "(1) The share capital of the company amounts to EUR 268,428,236,42 The share capital is divided into 10,500,000 ordinary shares, namely individual share certificates." 4.2. The former Art. 4 (3) is deleted. The amendments to the articles of association herewith applied for are added as paragraphs (3) and (4). The following paragraphs are numbered (5) to (7). 106 The entry made under serial number 55, column 2, is a) March 17, 2000 corrected as follows: b) corrected ex officio Regional A) "The executive/corporate management" must be replaced by "The managing board". (Signed Hollunder) Senior Court Clerk

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HRB 67 DISTRICT COURT OBERHAUSEN Rhid. Managing Board, a) Date of entry and signature No. of a) Company Capital stock Procuration Legal relationships b) Remarks b) Registered Office or share General Partc) Object of company capital ners. Executive members. Liquidators 5 6 107 c) The purpose of the firm are The shareholders' meeting has adopted the following the direction, administration resolutions on 16 March 2000: The maximum amount of the authorized but unissued capital and acquisition of created by the shareholders' resolution on 18 March 1999 companies at home and according to item 6.2 on the agenda of up to EUR 4 million is abroad which are increased by EUR 6 million up to EUR 16 million. particularly active in the field The other stipulations of the shareholders' resolution dated of the construction of power 18 March 1999 apply to the increased amount of up to EUR stations, industrial plant construction, mechanical 10 million. Accordingly, Art. 4 (4) of the articles of association is and process engineering, amended and revised as follows: engineering and construction of watercraft, "Art. 4 (4): The share capital is conditionally increased by up to EUR as well as the acquisition and administration of real 10,000,000.00 by the issue of new shares. The conditional capital increase is carried out only in so far as the holders of estate. The company may also the convertible bonds issued by Babcock Borsig Aktiengesellschaft by virtue of the authorization (item 6 on the become active itself in the fields of business stated in agenda) of the shareholders' meeting of 18 March 1999 make Para, 1. bse of their conversion rights. The new shares participate in the profit from the beginning of that financial year in which The company is entitled to arrange any business and they are created due to the exercise of conversion rights." As measures serving the a result of the entry made on 2 March 2000, paragraph 4 is company's purpose. This adopted as paragraph 5 and, as a result of today's also includes the setting-up application, as paragraph 6. of branches and the The objects of the company have been changed. conclusion of intercompany Accordingly, Art. 2 (1) of the artisles of association is agreements. amended and revised as follows: The managing board is "Art. 2 (1) entitled to conclude inter-The objects of the company are the management, company agreements as administration, acquisition, and sale of companies at home defined in Art. 291, 292,et and abroad, which are in particular engaged in the field of the corporation act with power station engineering, industrial plant construction, dependent companies. mechanical engineering, engineering and construction of watercrafts as well as the acquisition and administration of real property." Due to the re-division of the share capital to individual shares and the conversion of the amounts to EURO, the contents of the share certificates are no longer correct. The administration does not intend to print new share certificates. Accordingly, Art. 4 of the articles of association shall be supplemented by a paragraph which will be added as paragraph 3.

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| TRI | CT COURT OBERHAUSE | | | T | Legal relationships | a) Date of entry and signature |
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| of | a) Company | Capital stock | Managing Board, | Procuration | Legal relationships | b) Remarks |
| | b) Registered Office | or share | General Part- | | | U) Nemarks |
| | c) Object of company | capital | ners, | | | |
| 1 | of object of company | | Executive | | | |
| | | | members, | | | |
| | | | Liquidators | | | |
| | | + 3 | 4 | 5 | 6 | 7 7 |
| 1 | <u> </u> | + | | | Art. 4 (3) of the articles of association now reads: | a) March 23, 2000 |
| | | | | | "Art. 4 (3) | b) Sheets 49-55 |
| 1 | | | | | The shareholder shall not be entitled to claim share | Special Volume |
| | | | | | certificates." | • |
| | ` | 1 | | | The numbering of the following paragraphs is changed | (Signature illegible) |
| | | | | | | Senior Court Clerk |
| | | | | | accordingly. | Jenior Court Oron |
| | | | | 0 % (*********************************** | | a) April 17, 2000 |
|)8 | | | \ | Collective procuration: | | b) Sheet 55 |
| | | | | Peter Gnau, born on | | |
| | | | | 29.7.1967, Heiligenhaus; | | Special Volume |
| | | | | Siegfried Michelfelder, | | |
| | | | \ | born on 7.3.1941, | | (Signature illegible) |
| | | | 1 | Gummersbach. | | Court Clerk |
| | | | - | They are entitled each to | | |
| | | | **** | represent the company | | |
| | | | | together with a member of | <i>Y</i> | |
| | | | | the managing board or | | |
| | | | | with another Prokurist | | |
| | | | <u> </u> | | | a) April 25, 2000 |
| 09 | | | | Collective procuration: | | b) Sheets 56/57 |
| İ | | | | DiplKfm. Thomas | | Special Volume |
| | | | | Richterich, born on | | opecial volume |
| | | | | 28.12.1960, Kamp Lintfort. | | (Signature illegible) |
| | | | | He is entitled to represent | | Court Clerk |
| | | | / | the company together with | | Court Clerk |
| | | | | a member of the | | |
| | | | | managing board or with | | |
| | | | Y | another Prokurist. | | |
| 10 | | | | | The shareholders' meeting has resolved the conditional | a) May 9, 2000 |
| 10 | | | | | increase of the share capital by an amount of up to DEM 9.75 | b) Sheets 58-66 |
| | | | | | million (equivalent to approx. EUR 4.99 million) on 16 March | Special Volume |
| | | 1 | | | 2000. | |
| | | | | | | (Signature illegible) |
| | | | | | | Court Clerk |
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| | ICT COURT OBERHAUSE | One Helinati | Managina Doord | Procuration | Legal relationships | a) Date of entry and signature |
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| | a) Company | Capital stock | Managing Board, | i iyodianun | | b) Remarks |
| R | b) Registered Office | or share | General Part- | | | |
| / | c) Object of company | capital | ners, | | | |
| | | | Executive | | | |
| | | | members, | | | |
| | | | Liquidators | | 6 | 7 |
| 1 | X | 3 | 4 | 5 | | a) July 4, 2000 |
| 111 | | | | | The shareholders' meeting has resolved the conditional | b) Sheets 58-66 |
| | | | | | increase of the share capital by up to EUR 2,556,460.00 en | |
| | | | | | 16 March 2000 by issuing up to 100,000 new individual | Special Volume |
| | } | 1 | | | shares. At the same time, Art. 4 of the articles of association | /At 91 7-1-1 |
| | | | | | (Share capital) has been amended. | (Signature illegible) |
| | | | | | | Senior Court Clerk |
| 112 | | + | | Gesamtprokuristen: | | a) August 8, 2000 |
| 112 | | | \ | DiplVolkswirt Dieter | | b) Sheets 23-35 |
| | | | | Dehlke, Laatzen, born on | | Special Volume |
| | | | | 12.4.1965; | | |
| | | | | Markus Assmann, | | (Signature illegible) |
| | | | \ \ | | | Senior Court Clerk |
| | | | , | Oberhausen, born on | | |
| | | | | 24:40.1962; | | |
| | | | | Dr. Lothar Dietrich, | \vee | |
| | | | 1 | Ratingen, born on | | |
| | | | | 17.3.1950; | | |
| | | | - | Dr. jur. Georg-Peter | | |
| | | | | Kränzlin, Ratingen, born | | |
| | | | 1 | on 5.11.1954; | | |
| | | | | Dr. Ing. Michael Fübi, | | |
| | | | | Ratingen, born on | | |
| | | | / | 1.8.1967; | | |
| | | | | DiplIng. Thomas | | |
| | | | | Jahrmarkt, Ratingen, born | | |
| | | | | on 24.7.1969; | | |
| | | | Y | DiplBetriebswirt Werner | | |
| | | / | | | | |
| | | | | Reistel, Kaarst, born on | | |
| | | | | 21.5.1964; | | |
| | | X | | Dipl-Oec. Kai-Uwe Weitz, | | |
| | / | | | Herne, born on 2.4.1965; | | |
| | | | | Jürgen Simmer, Groß | | |
| | | | | Glienicke, born on | | |
| | | | | 18.6.1955. | | Quidonal Ap |
| | | | | They are entitled each to | | / its now |
| | | | | represent the company | | 1 18 |
| | 1/ | | + | together with a member of | | 13 |
| | / | | | the managing board or | | 1 1 1 1 |
| | | | | with another Prokurist. | | 0 1 |
| | | | | | | 2 1 |
| | | | | Procuration of Dr. | | Regional Application of the Particular of the Pa |
| | | | | Sportwiss. Jörg Oestreich | | 13 1/2 |
| | | | | has been withdrawn. | | 10% |
| | | | | | | No. |
| | 1 | | I | | 1 | DATION! |

TRADEIMARK

| of. | ICT COURT OBERHAUSE a) Company | Capital stock | Managing Board, | Procuration | Legal relationships | a) Date of entry and signature |
|-----|-----------------------------------|---------------|---|-----------------------------|--|--|
| | b) Registered Office | or share | General Part- | 1100010 | , | b) Remarks |
| y 🖊 | c) Object of company | capital | ners, | | - | |
| | C) Oplect of company | Capitai | Executive | | | |
| | | | members, | | | |
| | | | Liquidators | | | |
| 1 | 2 | 3 | 4 | 5 | 6 | 7 |
| 113 | | <u> </u> | | Procuration of Achim | | a) August 28, 2000 |
| 113 | | | | Heuser has been | | b) Sheets 36/37 |
| | | 1 | | withdrawn. | | Special Volume |
| | | | | | | |
| | | | | | | (Signature illegible) |
| | ĺ | | | | | Court Clerk |
| 444 | | + | | Procuration of Dipl | | a) September 27, 2000 |
| 114 | | | | Wirtschaftsing, Detlef | | b) Sheets 38-39 |
| | | | | Klüssendorf has been | | Special Volume |
| | | | | withdrawn. | | |
| | | | | Robin Duff, born on | | (Signature illegible) |
| | | | | 26.9 1952, Bonn | | Senior Court Clerk |
| | | | | He is entitled to represent | | |
| | | | | the company together with | | |
| | | | | a member of the | / | |
| | | | | managing board or with | 4 | |
| | | | | another Prokurist: | | |
| 115 | | | DrIng. Hans | dilotilor i rolding. | DrIng. Hans Fechner, born on 10.1.1954, Düseldorf, has | a) November 16, 2000 |
| 115 | | | Fechner, born on | | been appointed deputy member of the managing board. | b) Sheets 54-56 |
| | | | 10.1.1954, | | | Special Volume |
| | | | Düsseldorf | | | |
| | | | | | | (Signature illegible) |
| | | | | | | Senior Court Clerk |
| 440 | | | / | Gesamtprokuristen: | | a) December 14, 2000 |
| 116 | | | | Dr. Bettina Pohlmann, | | b) Sheet 57 |
| | | / | 1 | born on 3.8.1953, Bonn; | | Special Volume |
| | | | | Horst Duwe, born on | | |
| | | | | 10.12.1958, Würzburg; | | (Signature illegible) |
| | | | | Frank Reinmöller, | | Senior Court Clerk |
| | / | 1 | | born on 19.9.1966, | | |
| | | | | Kempen. | | |
| | | | | They are entitled each to | | |
| | | | | represent the company | | Regional |
| | | | | together with a member of | | Storm. |
| | | | | the managing board or | | |
| | / | | | with another Prokurist. | | 1 6 |
| / | Y | | | Procuration of Dr. Ing. | | 1 0 m |
| / | | | | Hans Fechner as been | | 2 John |
| | | | | withdrawn. | | A TOUR THE PROPERTY PARTY
| | *** | | | MIGIGIAMII. | | 18 Hs. |
| | | | | | | of the Regional Market Ball of the Regional Party of the Regional |
| | 1 | | | | | \% |

| of | a) Company | Capital stock | Managing Board, | Procuration | Legal relationships | a) Date of entry and signature |
|-----|----------------------|---------------------------------------|--|-----------------------------|--|--|
| RX. | b) Registered Office | or share | General Part- | | | b) Remarks |
| χ/ | c) Object of company | capital | ners, | | | |
| ` | c) object of company | Capital | Executive | | | |
| | | | members, | | | |
| | | | Liquidators | | | |
| | | 3 | Liquidators 4 | 5 | 6 | 7 |
| 1 | | , , , , , , , , , , , , , , , , , , , | 1 | Procuration of Dipl. Math. | | a) December 21, 2000 |
| 117 | | | | | | b) Sheets 61/62 |
| | | | ###################################### | Susanne Spiegel has | | Special Volume |
| | | | | been withdrawn | | Special volume |
| | | | | | | (Signature illegible) |
| | | | | | | Senior Court Clerk |
| | | | | | | · · · · · · · · · · · · · · · · · · · |
| 118 | | \ | | Gesamtprokurist: | | a) January 26, 2001 |
| | | | \setminus | DiplIng. Wolfgang | | b) Sheets 63/64 |
| | | | | Felgner, born on | | Special Volume |
| | | | | 23.4.1948, Sindelfingen. | | |
| | | | | He is entitled to represent | | (Signature illegible) |
| | | | | the company together with | | Senior Court Clerk |
| | | | | a member of the | | |
| | | | | managing board or with | | |
| | | | | another Prokurist. | / | |
| | | | | Procurations of Bipl. Kim. | | |
| | | | | Procurations of Dipl. Aim. | | |
| | | | | Reinhard Meinke and | | |
| | | | | Peter Gnau have been | _ | |
| | | | | withdrawn. | | \F 1 |
| 119 | | | | Gesamtprokurist: | | a) February 15, 2001 |
| | | | / | Michael von Cappeln, | | b) Sheets 65-66 |
| | | | | born on 6.3.1953, Krefeld | | Special Volume |
| | | | | He is entitled to represent | | |
| | | | | the company together with | | (Signature illegible) |
| | | | | a member of the | | Court Clerk |
| | | / | | managing board or with | | |
| | | | | another Prokurist. | | |
| | | | | anoulor i Tokurot. | | |
| 120 | | ÉURO | | | Based on the conditional increase of the share capital | a) February 28, 2001 |
| 120 | | | | | resolved on 16 March 2000, 17,306 preemptive shares have | b) Sheets 50-53ff + |
| | | 268,870,657. | | | been issued. The share capital now amounts to EUR | 66-89 |
| | | 28 | | | 268,870,657.28. Art. 4 of the articles of association has been | Special Volume |
| | | | | | | opecial volume |
| | | | | | amended. | (Cianatura illamitta) |
| | | | | | | (Signature illegible) Senior Court Clerk Appropriate to the court of the propriate to the court of the propriate to the court of the c |
| | | | | | | Senior Court Clerk |
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| | | | | | | 17 HOURS |
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| o. of | a) Company | Capital stock | Managing Board, | Procuration | Legal relationships | a) Date of entry and signature |
|-----------|----------------------|---------------|--|--|---|---|
|)try_ | b) Registered Office | or share | General Part- | | | b) Remarks |
| \ | c) Object of company | capital | ners, | | | |
| | | | Executive | | | |
| | | | members, | | | |
| 1 | 2 | 1 3 | Liquidators | - | | / |
| 121 | <u> </u> | <u> </u> | 4 | Conominate State | 6 | 7 |
| 121 | | | | Gesamtprokurist: | | a) March 6, 2001 |
| | | | | DiplIng. Darya Nassehi Tabrizi, born on | | b) Sheets 90/91 |
| | | | | } ' | | Special Volume |
| | | | | 25.11.1968, Düsseldorf. He is entitled to represent | | (2: |
| | | | | | | (Signature illegible) |
| | | | | the company together with a member of the | | Senior Court Clerk |
| | | | | | | |
| | | | | managing board or with | . / | |
| | | | | another Prokurist. | | , |
| 122 | | | | Procurations of Dr. Bettina | | a) March 15, 2001 |
| | | | | Pohlmann and Wolf- | | b) Sheets 179-180 |
| | | | | <u>Sietrich Glockner</u> | | Special Volume |
| | | | | have been withdrawn. | | opeda volulite |
| | | | | | | (Signature illegible) |
| | | | | \ / | 1 | Court Clerk |
| | | | | | | Oddit Oldin |
| 123 | | | | | On the basis of the merger agreement dated 11 April 2001 | a) 21.5.2001 |
| | | | | / \ | and the resolutions adopted by the shareholders' meeting on | b) Sheets 190-193 |
| | | | | | the same day, the company has merged with Babcock Borsig | Special Volume |
| | | | | | Beteiligungs GmbH - HRB 60 Oberhausen district court - as | |
| | | | | | transferor company by transfer of the assets as a whole, | (Signature illegible) |
| | | | / | | excluding liquidation, by way of absorption. | Senior Court Clerk |
| | | | | | | |
| 124 | | | | | Art. 4 of the articles of association has been amended by the | a) 1.6.2001 |
| | | | | | resolution of the supervisory board dated 18 April 2001. | b) Sheets 194-202 ff. |
| | | | | | | Special Volume |
| | | | | | | |
| İ | | / | La constitución de la constituci | | | (Signature illegible) |
| | , | / | | | | Court Clerk |
| | | | | | | |
| 125 | | | | | On the basis of the merger agreement dated 28 May 2081, | a) July 12, 2001 |
| ĺ | | | and the same of th | | the company as transferor company has merged with BDAG | b) Sheets 203 ff - 219 |
| | | | | | Balcke-Dürr Aktiengesellschaft - HRB 50 Ratingen district | Special Volume |
| j | | | | | court - likewise as transferor company pursuant to s. 2 (2) | |
| - | | | | | | (Signature illegible) |
| | / | | | | Borsig AG having its registered office in Oberhausen. The | Senior Court Sterk |
| Λ | | | | | company's general meeting has consented to the merger | Xolum |
| / | | | | | agreement on 28 May 2001, the shareholders' meeting of | Sille |
| ĺ | | | | | BDAG Balcke-Dürr Aktiengesellschaft has consented to it on | 19. |
| | | | | | 25 May 2001. The merger shall not become effective until the | ļš L |
| l | | | | | new legal entity has been entered in the register. | Aska 5 |
| | | | | | | 5 unitation |
| | | | | | | 1 Inc. |
| | | | | | | (Signature illegible) Senior Court Sterk of the Region of |
| | | | | | | No strontin |
| | | | | | | 410miu |

TRADEIMARK

DISTRICT COURT OBERHAUSEN Rhid. **HRB 67** Capital stock a) Company Managing Board, Procuration Legal relationships a) Date of entry and signature b) Registered Office or share General Partb) Remarks c) Object of company capital ners, Executive members, Liquidators 2 3 6 126 The company has expired. a) July 12, 2001 b) Sheets 203 ff-219 Special Volume (Signature illegible) Senior Court Clerk

This is to certify that the above copy is identical to the entry in the register. Duisburg, January 9, 2007 (Signed) Court Clerk as Commissioner of Deeds of the District Court (Seal of Duisburg District Court)

The correctness and completeness of foregoing translation from German is hereby certified.

Duisburg, 21.02.07





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Commercial Register B of Duisburg District Court

Official Printout Retrieved on 9.1.2007 8:41

Number of company: HRB 13564 Page 1 of 4

This printout is not signed and is considered as a certified copy.

| No. of entry | a) Company b) Registered office, place of business, branch establishment c) Object of company | Capital stock or share capital | a) General representation ruling b) Management board, managerial organ, head managers, personally liable partner, managing directors, authorised representatives and special representative authority | Procuration | a) Legal form, commencement, by-laws or articles of association b) Other legal relations | a) Date of entry b) Remarks |
|-----------------|--|-----------------------------------|--|---|--|---|
| 1 | 2 | 3 | 4 | 5 | 6 | 7 |
| 1 | a) Babcock Borsig AG b) Oberhausen c) The objects of the company are the management, administration, formation, acquisition, and sale of companies at home and abroad, which are in particular engaged in the field of power engineering, industrial plant construction, mechanical engineering, building services engineering, surface engineering, engineering and construction of watercrafts as well as the acquisition and administration of real property. | 111,520,254.00 Euro | a) The managing board consists of at least two members. The company is legally represented by two members of the managing board or by one member of the managing board together with one company officer holding power of procuration. The supervisory board may discharge members of the managing board from the restrictions of s. 181 German Civil Code to enter into legal transactions with the company as representative of a third party (multiple representation). b) Managing board: Dr. Balthasar, Helmut, Bergisch-Gladbach, born on 05.08.1961 Managing board: Dr. Kränzlin, Georg-Peter, Ratingen, born on 05.11.1954 Chairman of the managing board Piepenburg, Horst, Düsseldorf, born on 09.03.1954 | Joint power of procuration together with one member of the managing board or any other company officer holding power of procuration. Simmer, Jürgen, Gross Glienicke, born on 18.06.1955 Weiss, Theodor, Bottrop, born on 05.06.1952 Bischof, Wolfgang, Herten, born on 11.08.1947 Steegmanns, Georg, Moers, born on 08.09.1941 Becker, Bernd, Schermbeck, born on 27.08.1961 Brandt, Siegfried, Meerbusch, born on 20.12.1943 Büllesbach, Hans-Josef, Oberhausen, born on 18.09.1944 Geisen, Helmut, Oberhausen, born on 28.10.1949 Hampen, Bernhard, Mülheim, born on 16.08.1956 Kunz, Reinhard, Erkrath, born on 25.12.1951 Menzel, Birgit, Velbert, born on 28.12.1958 | a) Public limited company Articles of association dated 25/28 May 2001, last amended on 28 May 2003 b) The managing board is entitled to increase the company's share capital, with the consent of the supervisory board, by 1 June 2006 either by a one-off payment or in partial amounts by up to a total of EUR 54,000,000.00 by issuing new shares against cash deposits (authorized capital I). The shareholders shall be granted a subscription right. The managing board is entitled to increase by 1 June 2006 the company's share capital, with the consent of the supervisory board, either by a one-off payment or in partial amounts by up to EUR 280,818.00 by issuing new shares (authorized capital II). The shareholders shall have no subscription right. The company's share capital is conditionally increased by up to EUR 287,100.00 according to the resolution passed at the shareholders' meeting on 19 March 2002. The company's assets have been subjected to insolvency proceedings by order of Duisburg district court dated 1 September 2002 (62 IN 167/02). The court has ordered that the debtor's personal management be established (s. 270 German Insolvency Act) and that dispositions which are not part of the ordinary course of business require approval (s. 277 German Insolvency Act analogously). | b) Date of first registration in Oberhausen: 12.07.2001 This sheet has been rewritten for continued registration by electronic data processing, and with the simultaneous change of local responsibility it has replaced the former registration sheet HR B 3816 of the Oberhausen District Court. The entry in column 6 b) concerning the authorized capital II has been corrected and summarizes the present contents of the articles of association as amended. |

Commercial Register B of Duisburg District Court

Official Printout Retrieved on 9.1.2007 8:41

Number of company:

HRB 13564

Page 2 of 4

This printout is not signed and is considered as a certified copy.

| No. of entry | a) b) | Company Registered office, place of business, branch establishment Object of company | Capital stock or share capital | a) General representation ruling b) Management board, managerial organ, head managers, personally liable partner, managing directors, authorised representatives and special representative authority | Procuration | a) Legal form, commencement, by-laws or articles of association b) Other legal relations | a) Date of entry b) Remarks |
|-----------------|----------|--|-----------------------------------|--|---|--|---|
| 1 | + | 2 | 3 | 4 | 5 | 6 | 7 |
| | | | | | Reinmöller, Frank, Kempen, born on 19.09.1966 Peters, Günter, Oberhausen, born on 12.09.1947 | Thus, the company is dissolved. | |
| 2 | | | | a) The managing board consists of one or several members. The company is legally represented by two members of the managing board or by one member of the managing board together with one company officer holding power of procuration. If the managing board consists of one member only, the company shall be represented by that member alone. The supervisory board may discharge members of the managing board from the restrictions of s. 181 German Civil Code to enter into legal transactions with the company as representative of a third party (multiple representation). | | a) The shareholders' meeting has adopted a resolution on 28 May 2003 concerning the further amendments of the articles of association in § 3 (Notifications), § 6 para 1 (Constitution) and § 8 para 1 (Representation). | a) 23.09.2003 Kassen b) Entry of 20 June 2003 (Oberhausen district court) amended ex officio. Special volume sheets 21-25 et seq. |
| 3 | | | | b) No longer Chairman of the managing board Piepenburg, Horst, Düsseldorf born on 09.03.1954 | | | a) 25.09.2003 Ganswindt b) Sheets 33-36. special volume |
| L | <u>L</u> | | J., | L. Mariana | 1 | | O No Handan |

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