

2000 UNIFORM BUSINESS REPORT (UBR)

FILED
Apr 22, 2000 8:00 am
Secretary of State

04-22-2000 90063 013 ***150.00

DOCUMENT # 842774

1. Entity Name
TENNECO AUTOMOTIVE OPERATING COMPANY INC.

Principal Place of Business 500 NORTH FIELD DR LAKE FOREST IL 60045 US	Mailing Address P.O. BOX 4100 ATTN CORP TAX DEPT THE WOODLANDS TX 77387-4100 US
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2. Principal Place of Business	3. Mailing Address 500 NORTH FIELD DRIVE
Suite, Apt. #, etc.	Suite, Apt. #, etc. ATTN: TAX DEPT.

City & State LAKE FOREST, IL	4. FEI Number 74-1933558	Applied For <input type="checkbox"/> Not Applicable
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Zip 60045	Country USA	5. Certificate of Status Desired <input type="checkbox"/>	\$8.75 Additional Fee Required
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6. Name and Address of Current Registered Agent CT CORPORATION SYSTEM 1200 S. PINE ISLAND ROAD PLANTATION FL 33324	7. Name and Address of New Registered Agent Name Street Address (P.O. Box Number is Not Acceptable) City FL Zip Code
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8. The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida.

SIGNATURE _____ (NOTE: Registered Agent signature required when reinstating) DATE _____

9. This corporation is eligible to satisfy its Intangible Tax filing requirement and elects to do so. (See criteria on back) <input checked="" type="checkbox"/>	FILE NOW!!! FEE IS \$150.00 After MAY 1, 2000 Fee will be \$550.00 Make Check Payable to Department of State	10. Election Campaign Financing Trust Fund Contribution. <input type="checkbox"/> \$5.00 May Be Added to Fees
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11. OFFICERS AND DIRECTORS		12. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 11	
TITLE NAME STREET ADDRESS CITY-ST-ZIP	VAS KEARNS, VIRGINIA L. 1 BRISTOL COURT LINCOLNSHIRE IL 60069 <input checked="" type="checkbox"/> Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	PLEASE SEE ATTACHED LIST <input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	P EVANS, THOMAS E 1275 ARBOR LANE LAKE FOREST IL <input checked="" type="checkbox"/> Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	VT OSAR, KAREN R 70 AVIEMORE DRIVE NEW ROCHELLE NY 10804 <input checked="" type="checkbox"/> Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	VAS SIMPSON, ROBERT G 23946 ENGLISH OAKS SPRING TX 77373 <input checked="" type="checkbox"/> Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	VS STEWART, KARL A 107 PERKINS ROAD GREENWICH CT <input type="checkbox"/> Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	AS NEECE, BERT F 5907 ROCKY BROOK KINGWOOD TX <input checked="" type="checkbox"/> Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition

13. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this report or supplemental report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 11 or Block 12 if changed, or on an attachment with an address, with all other like empowered.

SIGNATURE: *[Signature]* APR 13 2000 847.482.5000
 SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #

CR2E034 (9/99)

TENNECO AUTOMOTIVE OPERATING COMPANY INC.
 Corporate Street Address: 500 North Field Drive, Lake Forest, IL 60045
 Corporate Mailing Address: 500 North Field Drive, Lake Forest, IL 60045

All Directors' & Officers' business addresses are the same as corporate street and mailing addresses

Attach.
 C0069180
 #842774

DIRECTORS

<u>Name</u>	<u>Address</u>	<u>Social Security #</u>
Mark P. Frisora	25994 Edinborough Circle, Perrysburg, OH 43551	273-58-1332
Dana G. Mead	14 Fairway Lane, Greenwich, CT 06831	347-26-4370

OFFICERS

<u>Name</u>	<u>Position</u>	<u>Address</u>	<u>Social Security #</u>
Mark P. Frisora	President	25994 Edinborough Circle, Perrysburg, OH 43551	273-58-1332
Alex Drysdale	Managing Director - Asia Pacific Rim	500 North Field Drive, Lake Forest, IL 60045	
Timothy R. Donovan	Senior Vice President and General Counsel	1310 Longmeadow Lane, Lake Forest, IL 60045	288-52-7841
David G. Gabriel	Senior Vice President - North American Aftermarket	530 McCormick Street, Lake Forest, IL 60045	381-68-4347
Timothy E. Jackson	Senior Vice President - North American Original Equipment	13694 Shadylane, Monroe, MI 48161	301-52-7156
Mark A. McCollum	Senior Vice President and Chief Financial Officer	411 South County Line Road, Hinsdale, IL 60521	456-08-2599
Richard P. Schneider	Senior Vice President for Global Administration	210 Margate Court, Lake Bluff, IL 60044	185-36-5239
Brent J. Bauer	Vice President and General Manager, Original Equipment Emissions Control, Europe	10728 Alderwood, Fort Wayne, IN 46845	273-50-9826
Ronald G. Berlin	Vice President - Global Supply Chain Management	26308 Seminary Road, Perrysburg, OH 43551	108-44-9704
William M. Churchill	Vice President - Global Engineering, Ride Control Systems and Vice President - North American Engineering, Ride Control Systems	5535 Radcliffe, Sylvania, OH 43560	057-36-0499
H. William Haser	Vice President - Information Technology Services	1455 Lawrence Ave., Lake Forest, IL 60045	320-54-9745
Roy Kolotylo	Vice President Human Resources	2248 Bellview Court, Gurnee, IL 60031	298-58-6075
Hari N. Nair	Vice President South America/Asia	500 North Field Drive, Lake Forest, IL 60045	348-66-7180
Paul D. Novas	Vice President and Treasurer	1085 Ashley Road, Lake Forest, IL 60045	001-58-2742
Dennis R. Ruddy	Vice President - Global Manufacturing	312 Surrey Lane, Lake Forest, IL 60045	131-34-6886
Karl A. Stewart	Vice President and Secretary	107 Perkins Road, Greenwich, CT 06830	450-68-4329
Kenneth R. Trammell	Vice President and Controller	1070 Sir William Lane, Lake Forest, IL 60045	460-39-1892
Herman Weltens	Vice President - Global Engineering, Exhaust Systems	500 North Field Drive, Lake Forest, IL 60045	
Wayne B. Williams	Vice President - Operating Systems Reliability	2807 Falmouth Road, Toledo, OH 43615	157-54-6394
Anne E. Frueh	Assistant Secretary	617 Wenonah, Oak Park, IL 60304	321-68-9879
Gregory B. Kavanaugh	Assistant Treasurer	1656 West Nelson, Chicago, IL 60657	306-72-4327