

2004 FOR PROFIT CORPORATION REINSTATEMENT

10F2

FILED

04 DEC -6 PM 4: 05

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

11-1-04 1069 023 \$150.00



10252004 REIN-P CR2E098 (6/04) 04

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 500 NORTH FIELD DR ATTN CORP TAX DEPT LAKE FOREST, IL 60045 US		
2. Principal Place of Business		3. Mailing Address			
Suite, Apt. #, etc.		Suite, Apt. #, etc.			
City & State		City & State			
Zip	Country	Zip	Country	4. FEI Number 74-1933558	
				Applied For Not Applicable	
5. Certificate of Status Desired <input type="checkbox"/>			5. Certificate of Status Desired <input type="checkbox"/> \$8.75 Additional Fee Required		
6. Name and Address of Current Registered Agent			7. Name and Address of New Registered Agent		
CT CORPORATION SYSTEM 1200 S. PINE ISLAND ROAD PLANTATION, FL 33324			Name		
			Street Address (P.O. Box Number is Not Acceptable)		
			City		
			FL Zip Code		
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. I am familiar with, and accept the obligations of registered agent.					
SIGNATURE _____ <small>Signature, typed or printed name of registered agent and title if applicable. (NOTE: Registered Agent signature required when reinstating) DATE</small>					
FILE NOW!!! FEE IS \$150.00 After January 1, 2005, Fee will be \$300.00			In accordance with s. 607.193(2)(b), F.S., the corporation did not receive the prior notice.		
10. OFFICERS AND DIRECTORS			11. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 11		
TITLE	P <input type="checkbox"/> Delete	TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition		
NAME	FRISSORA, MARK P	NAME			
STREET ADDRESS	57 E LAUREL AVENUE	STREET ADDRESS			
CITY-ST-ZIP	LAKE FOREST, IL 60045	CITY-ST-ZIP			
TITLE	VPCF <input type="checkbox"/> Delete	TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition		
NAME	MCCOLLUM, MARK A	NAME			
STREET ADDRESS	411 S COUNTY LINE ROAD	STREET ADDRESS			
CITY-ST-ZIP	HINSDALE, IL 60521	CITY-ST-ZIP			
TITLE	VPS <input type="checkbox"/> Delete	TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition		
NAME	DONOVAN, TIMOTHY R	NAME			
STREET ADDRESS	1310 LONGMEADOW LANE	STREET ADDRESS			
CITY-ST-ZIP	LAKE FOREST, IL 60045	CITY-ST-ZIP			
TITLE	VPT <input type="checkbox"/> Delete	TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition		
NAME	NOVAS, PAUL D	NAME			
STREET ADDRESS	1085 ASHLEY ROAD	STREET ADDRESS			
CITY-ST-ZIP	LAKE FOREST, IL 60045	CITY-ST-ZIP			
TITLE	VPC <input type="checkbox"/> Delete	TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition		
NAME	TRAMMELL, KENNETH R	NAME			
STREET ADDRESS	1070 SIR WILLIAM LANE	STREET ADDRESS			
CITY-ST-ZIP	LAKE FOREST, IL 60045	CITY-ST-ZIP			
TITLE	AS <input type="checkbox"/> Delete	TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition		
NAME	DRAA, H VINCENT III	NAME			
STREET ADDRESS	30545 NORTH BROOKHAVEN DRIVE	STREET ADDRESS			
CITY-ST-ZIP	GREEN OAKS, IL 60048	CITY-ST-ZIP			
12. 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 10 or Block 11 if changed, or on an attachment with an address, with all other like empowered.					
SIGNATURE: <u>William Kuper</u> _____ <small>SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #</small>					

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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

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

DIRECTORS

Name

Address

Mark P. Frissora
 Kenneth R. Trammell

57 E. Laurel Avenue, Lake Forest, IL 60045
 1070 Sir William Lane, Lake Forest, IL 60045

OFFICERS

Name

Address

Position

Mark P. Frissora
 Timothy R. Donovan

57 E. Laurel Avenue, Lake Forest, IL 60045
 1310 Longmeadow Lane, Lake Forest, IL 60045

President

Hari N. Nair
 Brent J. Bauer

Waldstr. 13, 76835 Burrweiler, Germany

Executive Vice President, General Counsel,
 Managing Director-International & Secretary
 Executive Vice President & Managing Director-Europe
 Senior Vice President & General Manager,
 North American Emissions Control

Timothy E. Jackson
 Kenneth R. Trammell
 Richard P. Schneider
 Paul Schultz

13694 Shady Lane, Monroe, MI 48161
 1070 Sir William Lane, Lake Forest, IL 60045
 210 Margate Court, Lake Bluff, IL 60044

Senior Vice President - Global Technology
 Senior Vice President & Chief Financial Officer
 Senior Vice President - Global Administration
 Senior Vice President - Global Supply Chain Management

Neal Yanos
 Lois Boyd
 William M. Churchill

9118 Secor Rd., Temperance, MI 48182
 3953 Lakewood, Waterford, MI 48329
 Europe: Ballingsstraat 80, 3090 Oovenjse, Belgium
 Perm. US: 5535 Radcliffe Rd., Sylvania, OH 43560-0367
 7 Ifould Drive, Burnside, S. Australia 5066
 Avenue des Perdrix 17, 1950 Kraainem, Belgium

Senior Vice President & General Manager
 Vice President and General Manager
 Vice President - Global Technology Ride Control

Alex Drysdale
 Josep Fornos

Vice President & Managing Director - Australia & New Zealand
 Vice President & General Manager Europe Original Equipment,
 Ride Control

H. William Haser
 Arthur Kaun

1455 Lawrence, Lake Forest, IL 60045

Vice President & Chief Information Officer
 Vice President Information Technology - Infrastructure &
 Architecture

Don R. Miller
 John E. Kunz
 James Perkins, Jr.
 James Spangler

26308 Seminary Road, Perrysburg, OH 43551
 1230 Kajer Lane, Lake forest, IL 60045
 N52 W15977 Bette Dr., Menominee Falls, WI 53051
 1173 Kenilworth Circle, Naperville, IL 60540
 Theodor-Heuss-Str. 12, 76877 Offenbach, Germany
 705 11th St. Apt. 416, Wilmette, IL 60091

Vice President & General Manager Europe Aftermarket
 Vice President & Treasurer
 Vice President & Controller
 Vice President - Global Communications
 Vice President - Global Emissions Control Engineering

Vincent A. Alspach
 H. Vincent Draa III
 Anne E. Frueh
 Debra E. Kuper
 Randy Holmes
 Gary Silha
 Jeff Zimmerman

30545 North Brookhaven Dr., Green Oaks, IL 60048
 617 Wenonah, Oak Park, IL 60304
 1643 32nd Ave., Kenosha, WI 53144
 783 E. Breeze Drive, Lake Villa, IL 60045
 6180 Indian Trail Road, Gurnee, IL 60031
 1332 Evergreen Court, Glenview, IL 60025

Assistant Secretary
 Assistant Secretary
 Assistant Secretary
 Assistant Secretary
 Assistant Treasurer
 Assistant Treasurer
 Assistant Secretary