

2005 FOR PROFIT CORPORATION ANNUAL REPORT

DOCUMENT# 842774

FILED
Feb 15, 2005
Secretary of State

Entity Name: TENNECO AUTOMOTIVE OPERATING COMPANY INC.

Current Principal Place of Business:

500 NORTH FIELD DR
LAKE FOREST, IL 60045 US

New Principal Place of Business:

Current Mailing Address:

500 NORTH FIELD DR
ATTN CORP TAX DEPT
LAKE FOREST, IL 60045 US

New Mailing Address:

FEI Number: 74-1933558 FEI Number Applied For () FEI Number Not Applicable () Certificate of Status Desired ()

Name and Address of Current Registered Agent:

CT CORPORATION SYSTEM
1200 S. PINE ISLAND ROAD
PLANTATION, FL 33324 US

Name and Address of New Registered Agent:

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: _____

Electronic Signature of Registered Agent

_____ Date

Election Campaign Financing Trust Fund Contribution ().

OFFICERS AND DIRECTORS:

Title: P () Delete
Name: FRISSORA, MARK P
Address: 57 E LAUREL AVENUE
City-St-Zip: LAKE FOREST, IL 60045

Title: VPCF () Delete
Name: MCCOLLUM, MARK A
Address: 411 S COUNTY LINE ROAD
City-St-Zip: HINSDALE, IL 60521

Title: VPS () Delete
Name: DONOVAN, TIMOTHY R
Address: 1310 LONGMEADOW LANE
City-St-Zip: LAKE FOREST, IL 60045

Title: VPT () Delete
Name: NOVAS, PAUL D
Address: 1085 ASHLEY ROAD
City-St-Zip: LAKE FOREST, IL 60045

Title: VPC () Delete
Name: TRAMMELL, KENNETH R
Address: 1070 SIR WILLIAM LANE
City-St-Zip: LAKE FOREST, IL 60045

Title: AS () Delete
Name: DRAA, H VINCENT III
Address: 30545 NORTH BROOKHAVEN DRIVE
City-St-Zip: GREEN OAKS, IL 60048

ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS:

Title: () Change () Addition
Name:
Address:
City-St-Zip:

Title: VPCF (X) Change () Addition
Name: TRAMMELL, KENNETH R
Address: 1070 SIR WILLIAM LANE
City-St-Zip: LAKE FOREST, IL 60045

Title: () Change () Addition
Name:
Address:
City-St-Zip:

Title: VPT (X) Change () Addition
Name: KUNZ, JOHN E
Address: 14558 DOVER DRIVE
City-St-Zip: CARMEL, IN 46033

Title: VPC (X) Change () Addition
Name: PERKINS, JAMES JR
Address: N52W15977 BETTE DR.
City-St-Zip: NEMOMINEE FALL'S, WI 53051

Title: AS (X) Change () Addition
Name: ALSPACH, VINCENT A
Address: 705 11TH ST. APT 416
City-St-Zip: WILMETTE, IL 60091

I hereby certify that the information supplied with this filing does not qualify for the 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 electronic 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 above, or on an attachment with an address, with all other like empowered.

SIGNATURE: VINCENT A. ALSPACH

AS

02/15/2005

Electronic Signature of Signing Officer or Director

_____ Date