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MOTOR COACH INDUSTRIES

Caroline Pusch
Corporate Paralegal

Direct Line: (847) 285-2093
Direct Fax: (502) 318-8093

February 20, 2006

BY EXPRESS DELIVERY

Florida Department of State
Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Re: MCI Service Parts, Inc. - Application for
Authorization to Transact Business in Florida

Dear Sir or Madam:

Enclosed is the Application for Authorization to Transact Business in Florida for MCI Service Parts, Inc. Please note that the Registered Agent's acceptance is indicated on a separate copy of page one of the application.

Also enclosed is the original certificate of existence from the Delaware Secretary of State, together with our check to your order in the amount of \$70.00 to cover the filing fee. We have also included an envelope for the return of the authorization.

Should you require any additional information or documentation, please do not hesitate to contact me. Thank you.

Sincerely,

A handwritten signature in cursive script that reads 'Caroline Pusch'.

Caroline Pusch

Enclosures

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: MCI SERVICE PARTS, INC.
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida," "Certificate of Existence," and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

TIMOTHY J. NALEPKA, ESQ.
(Name of Person)
MCI SERVICE PARTS, INC.
(Firm/Company)
1700 EAST GOLF ROAD, SUITE 300
(Address)
SCHAUMBURG, IL 60173
(City/State and Zip code)

For further information concerning this matter, please call:

Caroline Pusch at (847) 285-2093
(Name of Person) (Area Code & Daytime Telephone Number)

STREET/COURIER ADDRESS:
Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- \$70.00 Filing Fee
- \$78.75 Filing Fee & Certificate of Status
- \$78.75 Filing Fee & Certified Copy
- \$87.50 Filing Fee, Certificate of Status & Certified Copy

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. MCI SERVICE PARTS, INC.
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Delaware 3. 86-0300647
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. September 15, 1975 5. perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. _____
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 1700 East Golf Road, Suite 500, Schaumburg, IL 60173
(Principal office address)

1700 East Golf Road, Suite 300, Schaumburg, IL 60173
(Current mailing address)

8. To engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Delaware.
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

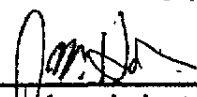
Name: CT Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida 33324
(County of Broward) (City) (Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


James M. Halpin
Assistant Secretary
(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

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12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: RAMSEY A. FRANK

Address: 450 Lexington Avenue, Suite 3350
New York, NY 10017

Vice Chairman: _____

Address: _____

Director: ALEXANDER R. CASTALDI

Address: 450 Lexington Avenue, Suite 3350
New York, NY 10017

Director: JEFFREY C. LIGHTCAP

Address: 450 Lexington Avenue, Suite 3350
New York, NY 10017

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B. OFFICERS

President: THOMAS C. SORRELLS III

Address: 1700 East Golf Road, Suite 300
Schaumburg, IL 60173

Vice President: PETER E. COTTER

Address: 1700 East Golf Road, Suite 300
Schaumburg, IL 60173

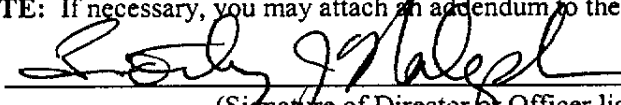
Secretary: TIMOTHY J. NALEPKA

Address: 1700 East Golf Road, Suite 300, Schaumburg, IL 60173

Treasurer: WILLIAM M. MURRAY

Address: 1700 East Golf Road, Suite 300, Schaumburg, IL 60173

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 
(Signature of Director or Officer listed in number 12 of the application)

14. TIMOTHY J. NALEPKA, Senior Vice President, General Counsel and Secretary
(Typed or printed name and capacity of person signing application)

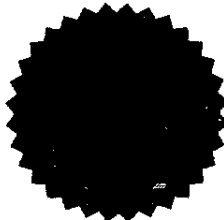
Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "MCI SERVICE PARTS, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE THIRTEENTH DAY OF FEBRUARY, A.D. 2006.

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Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4518657

DATE: 02-13-06

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