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**F9600000 1558**

CT CORPORATION SYSTEM  
Requestor's Name  
660 EAST JEFFERSON STREET  
Address  
TALLAHASSEE FL 32301 222-1092  
City State Zip Phone  
CORPORATION(S) NAME

800001764448  
-04/01/96--01037--008  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

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Modine Aftermarket Holdings, Inc.

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## APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION 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. Modine Aftermarket Holdings, Inc.  
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION", or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. North Carolina  
(State or country under the law of which it is incorporated)
3. app. for  
(FEI number, if applicable)
4. March 5, 1996  
(Date of incorporation)
5. Perpetual  
(Duration: Year corp. will cease to exist or "perpetual")
6. Upon Qualification  
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.156, F.S.))
7. 646-A Michael Wylie Drive, Charlotte, North Carolina 28217  
  
(Current mailing address)

8. Manufacture and sale of heat transfer products  
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

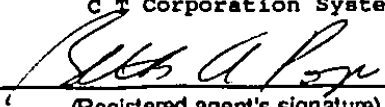
9. Name and street address of Florida registered agent:

Name: C T Corporation System  
Office Address: c/o C T Corporation System, 1200 South Pine Island Road  
Plantation, Florida, 33324  
(Zip Code)

10. Registered agent 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 obligation of my position as registered agent.*

C T Corporation System

  
(Registered agent's signature) (Officer)

Beth A. Pope, Asst. Secy.  
(Type Name and Title of Officer)

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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.

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

A. DIRECTORS

Chairman: see attached list of directors

Address: \_\_\_\_\_

\_\_\_\_\_

Vice Chairman: see attached list of directors

Address: \_\_\_\_\_

\_\_\_\_\_

Director: see attached list of directors

Address: \_\_\_\_\_

\_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

\_\_\_\_\_

B. OFFICERS

President: see attached list of officers

Address: \_\_\_\_\_

\_\_\_\_\_

Vice President: \_\_\_\_\_

Address: \_\_\_\_\_

\_\_\_\_\_

Secretary: \_\_\_\_\_

Address: \_\_\_\_\_

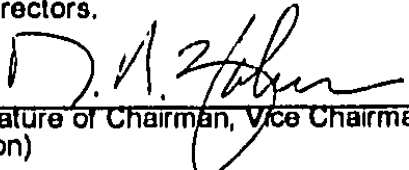
\_\_\_\_\_

Treasurer: \_\_\_\_\_

Address: \_\_\_\_\_

\_\_\_\_\_

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

13.  \_\_\_\_\_  
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. D. B. Zakos, Secretary \_\_\_\_\_  
(Typed or printed name and capacity of person signing application)

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**Modine Aftermarket Holdings, Inc.**

**Officers**

<b>Chairman</b>	<b>R. T. Savage</b> <b>Business: 1500 DeKoven Ave., Racine, WI 53403</b>
<b>President</b>	<b>M. G. Baker</b> <b>Business: 1500 DeKoven Ave., Racine, WI 53403</b>
<b>Vice President</b>	<b>D. R. Johnson</b> <b>Business: 1500 DeKoven Ave., Racine, WI 53403</b>
<b>Vice President</b>	<b>W. E. Pavlick</b> <b>Business: 1500 DeKoven Ave., Racine, WI 53403</b>
<b>Vice-President</b>	<b>R. B. Britton</b> <b>Business: 679 Brea Canyon Rd., Walnut, CA 91789</b>
<b>Vice President &amp; Treasurer</b>	<b>A. D. Reid</b> <b>Business: 1500 DeKoven Ave., Racine, WI 53403</b>
<b>Secretary</b>	<b>D. R. Zakos</b> <b>Business: 1500 DeKoven Ave., Racine, WI 53403</b>

**Directors**

<b>D. R. Johnson</b>	<b>Business: 1500 DeKoven Ave., Racine, WI 53403</b>
<b>R. T. Savage</b>	<b>Business: 1500 DeKoven Ave., Racine, WI 53403</b>
<b>W. E. Pavlick</b>	<b>Business: 1500 DeKoven Ave., Racine, WI 53403</b>
<b>M. G. Baker</b>	<b>Business: 1500 DeKoven Ave., Racine, WI 53403</b>

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# STATE OF NORTH CAROLINA



Department of The  
Secretary of State

## CERTIFICATE OF EXISTENCE

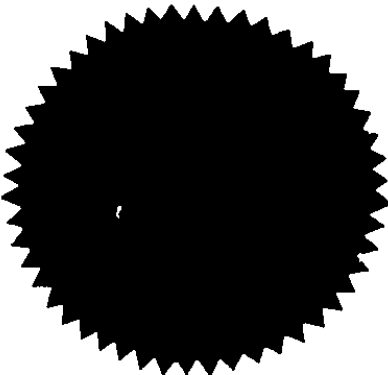
I, **RUFUS L. EDMISTEN**, Secretary of State of the State of North Carolina, do hereby certify that

**MODINE AFTERMARKET HOLDINGS, INC.**

is a corporation duly incorporated under the laws of the State of North Carolina, having been incorporated on the 5th day of March, 1996, with its period of duration being perpetual.

I **FURTHER** certify that the said corporation's articles of incorporation are not suspended for failure to comply with the Revenue Act of the State of North Carolina; that the said corporation is not administratively dissolved for failure to comply with the provisions of the North Carolina Business Corporation Act; that its most recent annual report required by G.S. 55-16-22 has been delivered to the Secretary of State; and that the said corporation has not filed articles of dissolution as of the date of this certificate.

**IN WITNESS WHEREOF**, I have hereunto set my hand and affixed my official seal at the City of Raleigh, this 14th day of March, 1996.



*Rufus L. Edmisten*

Secretary of State

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