

FILE NOW: FILING FEE AFTER MAY 1 IS \$225.00

FILED
May 01 1997 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1997



FLORIDA DEPARTMENT OF STATE
 Sandra B. Morham
 Secretary of State
 DIVISION OF CORPORATIONS

DOCUMENT # F96000001558
 1. Corporation Name
Modine Aftermarket Holdings, Inc.

Principal Place of Business Mailing Address
646-A Michael Wylie Dr. 1500 DeKoven Ave.
Charlotte, NC 28217 Racine, WI 53403

3. Date Incorporated or Qualified **3/5/96** 3a. Date of Last Report

2. Principal Place of Business 2a. Mailing Address

4. FEI Number **56-1963377** Applied For Not Applicable

21 Suite, Apt #, etc 26 Suite, Apt #, etc

5. Certificate of Status Desired **\$8.75 Additional Fee Required**

22 City & State 27 City & State

6. Election Campaign Financing Trust Fund Contribution **\$5.00 May Be Added to Fees**

23 Zip Country 28 Zip Country

8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes Yes No

24 Zip Country 25 Country 29 Zip Country 30

9. Name and Address of Current Registered Agent

10. Name and Address of New Registered Agent

CT Corporation
1200 S. Pine Island Rd.
Plantation, FL 33324

81 Name
 82 Street Address (P.O. Box Number is Not Acceptable)
 83
 84 City **FL** 85 Zip Code

11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.

SIGNATURE Signature (Typed or Printed Name of Registered Agent and Date of Application) (Typed) Registered Agent Signature (Required when Reinstating) DATE

12. OFFICERS AND DIRECTORS

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

| | |
|-----------------|---------------------------------|
| TITLE | <input type="checkbox"/> DELETE |
| NAME | see attached |
| STREET ADDRESS | |
| CITY - ST - ZIP | |
| TITLE | <input type="checkbox"/> DELETE |
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| CITY - ST - ZIP | |

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| 1. TITLE | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| 1.2 NAME | |
| 1.3 STREET ADDRESS | |
| 1.4 CITY - ST - ZIP | |
| 2. TITLE | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| 2.2 NAME | |
| 2.3 STREET ADDRESS | |
| 2.4 CITY - ST - ZIP | |
| 3.1 TITLE | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| 3.2 NAME | |
| 3.3 STREET ADDRESS | |
| 3.4 CITY - ST - ZIP | |
| 4.1 TITLE | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| 4.2 NAME | |
| 4.3 STREET ADDRESS | |
| 4.4 CITY - ST - ZIP | |
| 5.1 TITLE | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| 5.2 NAME | |
| 5.3 STREET ADDRESS | |
| 5.4 CITY - ST - ZIP | |
| 6.1 TITLE | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| 6.2 NAME | |
| 6.3 STREET ADDRESS | |
| 6.4 CITY - ST - ZIP | |

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*****200.00**

14. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(k), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual 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 12 or Block 13 if changed, or on an attachment with an address.

SIGNATURE: *[Signature]*
 SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

4/21/97 (414) 636-1200

CR2E034 (12/95)

Modine Aftermarket Holdings, Inc.
1996-97

Officers

| | |
|---|--|
| Chairman | R. T. Savage Business: 1500 DeKoven Ave., Racine, WI 53403 |
| President | M. G. Baker Business: 1500 DeKoven Ave., Racine, WI 53403 |
| Vice President | D. R. Johnson Business: 1500 DeKoven Ave., Racine, WI 53403 |
| Vice President | W. E. Pavlick Business: 1500 DeKoven Ave., Racine, WI 53403 |
| Vice-President | R. B. Britton Business: 679 Brea Canyon Rd., Walnut, CA 91789 |
| Vice-President | J. C. Cameron Business: 1500 DeKoven Ave., Racine, WI 53403 |
| Vice President | M. A. Denker Business: 1500 DeKoven Ave., Racine, WI 53403 |
| Vice President & Treasurer | A. D. Reid Business: 1500 DeKoven Ave., Racine, WI 53403 |
| Secretary | D. R. Zakos Business: 1500 DeKoven Ave., Racine, WI 53403 |

Directors

| | |
|----------------------|--|
| D. R. Johnson | Business: 1500 DeKoven Ave., Racine, WI 53403 |
| R. T. Savage | Business: 1500 DeKoven Ave., Racine, WI 53403 |
| W. E. Pavlick | Business: 1500 DeKoven Ave., Racine, WI 53403 |
| M. G. Baker | Business: 1500 DeKoven Ave., Racine, WI 53403 |