

FILE NOW: FILING FEE AFTER MAY 1ST IS \$550.00

FILED
Mar 17, 1999 8:00 am
Secretary of State

03-17-1999 90082 044 ***150.00

PROFIT CORPORATION ANNUAL REPORT 1999



FLORIDA DEPARTMENT OF STATE
Katherine Harris
 Secretary of State
 DIVISION OF CORPORATIONS

DOCUMENT # F96000001558

1. Corporation Name
MODINE AFTERMARKET HOLDINGS, INC.



Principal Place of Business
646-A MICHAEL WYLIE DRIVE CHARLOTTE NC 28217

Mailing Address
1500 DEKOVEN AVE. RACINE WI 53403

DO NOT WRITE IN THIS SPACE

2. Principal Place of Business
 21 [] Suite, Apt. #, etc.
 22 [] City & State
 23 [] Zip [] Country

2a. Mailing Address
 26 [] Suite, Apt. #, etc.
 27 [] City & State
 28 [] Zip [] Country

3. Date Incorporated or Qualified
03/27/1996

4. FEI Number
56-1963377

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

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

8. This corporation owes the current year Intangible Personal Property Tax. Yes No

9. Name and Address of Current Registered Agent
**C T CORPORATION SYSTEM
 1200 SOUTH PINE ISLAND ROAD
 PLANTATION FL 33324**

10. Name and Address of New Registered Agent
 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 _____ (NOTE: Registered Agent signature required when reinstating) DATE _____

12. OFFICERS AND DIRECTORS

TITLE	CD	<input checked="" type="checkbox"/> DELETE
NAME	SAVAGE, R T	
STREET ADDRESS	1500 DEKOVEN AVE	
CITY-ST-ZIP	RACINE WI 53403	
TITLE	PD	<input type="checkbox"/> DELETE
NAME	BAKER, M G	
STREET ADDRESS	1500 DEKOVEN AVE	
CITY-ST-ZIP	RACINE WI 53403	
TITLE	DV	<input type="checkbox"/> DELETE
NAME	JOHNSON, D R	
STREET ADDRESS	1500 DEKOVEN AVE	
CITY-ST-ZIP	RACINE WI 53403	
TITLE	DV	<input type="checkbox"/> DELETE
NAME	PAVLICK, W E	
STREET ADDRESS	1500 DEKOVEN AVE	
CITY-ST-ZIP	RACINE WI 53403	
TITLE	V	<input checked="" type="checkbox"/> DELETE
NAME	BRITTON, R B	
STREET ADDRESS	679 BREA CANYON RD	
CITY-ST-ZIP	WALNUT CA 91789	
TITLE	VT	<input type="checkbox"/> DELETE
NAME	REID, A D	
STREET ADDRESS	1500 DEKOVEN AVE	
CITY-ST-ZIP	RACINE WI 53403	

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
1.2 NAME	
1.3 STREET ADDRESS	
1.4 CITY-ST-ZIP	
2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
2.2 NAME	
2.3 STREET ADDRESS	
2.4 CITY-ST-ZIP	
3.1 TITLE	Director Chairman <input checked="" 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	

14. 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 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, with all other like empowered.

SIGNATURE: D. R. Zakos **SIGNATURE REQUIRED** 1/25/99 (414) 636-1200
 SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #

CR2E034 (11/98)

Modine Aftermarket Holdings, Inc.
1998

240317-90082-44
#F96000001558

Officers

Chairman	D. R. Johnson Business: 1500 DeKoven Ave., Racine, WI 53403
President	M. G. Baker Business: 1500 DeKoven Ave., Racine, WI 53403
Vice President	W. E. Pavlick Business: 1500 DeKoven Ave., Racine, WI 53403
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	D. J. Roble Business: 1500 DeKoven Ave., Racine, WI 53403
Vice President	D. M. Rohm 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
M. G. Baker	Business: 1500 DeKoven Ave., Racine, WI 53403
W. E. Pavlick	Business: 1500 DeKoven Ave., Racine, WI 53403