


2004 FOR PROFIT CORPORATION ANNUAL REPORT

FILED
Jan 20, 2004 8:00 am
Secretary of State

01-20-2004 90045 001 ***150.00

DOCUMENT # 812944		
1. Entity Name INGERSOLL-RAND COMPANY		

Principal Place of Business 200 CHESTNUT RIDGE ROAD WOODCLIFF LAKE, NJ 07677	Mailing Address 200 CHESTNUT RIDGE ROAD WOODCLIFF LAKE N., NJ 07675
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2. Principal Place of Business		3. Mailing Address	
Suite, Apt. #, etc.		Suite, Apt. #, etc.	
City & State		City & State	
Zip	Country	Zip	Country



01142004 Chg-P CR2E034 (10/03)

4. FEI Number 13-5156640		Applied For <input type="checkbox"/> Not Applicable
5. Certificate of Status Desired <input type="checkbox"/>		\$8.75 Additional Fee Required

6. Name and Address of Current Registered Agent		7. Name and Address of New Registered Agent	
CT CORPORATION SYSTEM 1200 S. PINE ISLAND ROAD PLANTATION, FL 33324		Name	
		Street Address (P.O. Box Number is Not Acceptable)	
		City	FL Zip Code

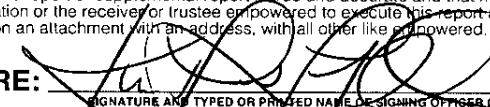
8. The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. I am familiar with, and accept the obligations of registered agent.

SIGNATURE _____ (NOTE: Registered Agent signature required when reinstating) DATE _____

FILE NOW!!! FEE IS \$150.00 After May 1, 2004 Fee will be \$550.00	9. Election Campaign Financing Trust Fund Contribution. <input type="checkbox"/> \$5.00 May Be Added to Fees
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10. OFFICERS AND DIRECTORS		11. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 11	
TITLE NAME STREET ADDRESS CITY-ST-ZIP	PCEO HENKEL, HERBERT L 200 CHESTNUT RIDGE ROAD WOODCLIFF LAKE, NJ <input type="checkbox"/> Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	SVPC MCLEVISH, T.R. 200 CHESTNUT RIDGE RD. WOODCLIFF LAKE, NJ 07677 <input type="checkbox"/> Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	VPS HELLER, R.C. 200 CHESTNUT RIDGE RD. WOODCLIFF LK, FL 07677 <input type="checkbox"/> Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	D HELLER, R.G. 200 CHESTNTU RIDGE RD. WOODCLIFF LAKE, NJ 07677 <input checked="" type="checkbox"/> Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	D NACHTIGEL, PATRICIA 200 CHESTNUT RIDGE ROAD WOODCLIFF LAKE, NJ 07677 <input type="checkbox"/> Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	D SWIMMER, GERALD E 200 CHESTNUT RIDGE ROAD WOODCLIFF LAKE, NJ 07677 <input type="checkbox"/> Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition

12. 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 report or supplemental 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 10 or Block 11 if changed, or on an attachment with an address, with all other like empowered.

SIGNATURE:  **1/14/04**
Date Daytime Phone #

Attachment
Doc. # 812944

POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS that the undersigned, Ingersoll-Rand Company, a New Jersey corporation, on behalf of itself and each of its subsidiaries (collectively, Ingersoll-Rand), hereby constitutes and appoints Jami Martin, Brenda Gruver, and Kenneth W. Liljeback, and each of them severally, Ingersoll-Rand's true and lawful attorneys and agents, with power to act with or without the other, to execute and file with the United States Internal Revenue Service and with any state or local taxing authority, on behalf of Ingersoll-Rand, any United States Federal, state or local income, franchise, gross receipts, excise, withholding, real or personal property, transfer, sales, use, social security, employment, capital, escheat, or other tax return of any kind, as well as any related amendments, extensions, waivers or other documents required or permitted to be filed by the undersigned pursuant to the income, franchise, gross receipts, excise, real or personal property, transfer, sales, use, social security, capital, or other tax or escheat laws and regulations of any such jurisdiction; and Ingersoll-Rand hereby ratifies and confirms all that said attorneys and agents and each of them shall do or cause to be done by virtue hereof. This Power of Attorney shall remain in effect until revoked or modified.

IN WITNESS WHEREOF the undersigned has subscribed these presents this
28th day of May, 2002.

INGERSOLL-RAND COMPANY

By: 

Ronald G. Heller
Secretary