

FOOOOOOOO2766<sup>5.</sup>

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section  
Division of Corporations

SUBJECT: GKN Drivotech, 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:

Paul Roush  
(Name of Person)

C/O GKN North America, Inc.  
(Firm/Company)

3300 University Drive  
(Address)

Auburn Hills, MI. 48326-2362  
(City/State/Zip)

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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\*\*\*\*\*78.75 \*\*\*\*\*78.75

Should you need to call someone concerning this matter, please call:

Paul Roush at ( 248 ) 377-1200  
(Name of Person) (Area Code & Daytime Telephone Number)

STREET ADDRESS:

Qualification/Tax Lien Section  
Division of Corporations  
409 E. Gaines St.  
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien 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**

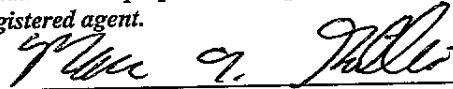
*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO  
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.*

1. GKN Drivetech, 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. Delaware  
(State or country under the law of which it is incorporated)
3. 38-2419059  
(FEI number, if applicable)
4. March 9, 1981  
(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 817.155, F.S.)
7. C/O GKN North America, Inc.  
3300 University Drive, Auburn Hills, Mi. 48326-2362  
(Current mailing address)
8. To engage in any lawful act or activity  
for which corporations may be organized.  
(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 or Mail Drop Box NOT acceptable)**  
Name: CT Corporation/System  
Office Address: 1200 South Pine Island Road  
Plantation, Florida, 33324  
(Zip code)

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**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.*



(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.

12. Names and addresses of officers and/or directors: (Street address **ONLY** - P.O. Box **NOT** acceptable)

**A. DIRECTORS (Street address only - P.O. Box NOT acceptable)**

Chairman: See Attached Rider

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

Vice Chairman: \_\_\_\_\_

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

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

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

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

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

**B. OFFICERS (Street address only - P.O. Box NOT acceptable)**

President: See Attached Rider

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

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

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

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

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

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

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

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

13. M. A. Nylander

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

14. Mick A. NYLANDER - Secretary

(Typed or printed name and capacity of person signing application)

**GKN DRIVETECH, INC.**

| <b><u>NAME</u></b> | <b><u>TITLE</u></b>                   | <b><u>BUSINESS ADDRESS</u></b>                |
|--------------------|---------------------------------------|-----------------------------------------------|
| <b>OFFICERS:</b>   |                                       |                                               |
| Michael Stokes     | President                             | 3300 University Drive, Auburn Hills, MI 48326 |
| W. F. Pawlick      | Executive V.P. and<br>General Manager | 3300 University Drive, Auburn Hills, MI 48326 |
| R. W. Martin       | V. P. - Sales and Marketing           | 3300 University Drive, Auburn Hills, MI 48326 |
| J. A. Giannangeli  | Treasurer                             | 3300 University Drive, Auburn Hills, MI 48326 |
| M. A. Nylander     | Secretary                             | 3300 University Drive, Auburn Hills, MI 48326 |
| <b>DIRECTORS:</b>  |                                       |                                               |
| Michael Stokes     | Chairman                              | 3300 University Drive, Auburn Hills, MI 48326 |
| T. Stone           | Director                              | 3300 University Drive, Auburn Hills, MI 48326 |
| J. A. Giannangeli  | Director                              | 3300 University Drive, Auburn Hills, MI 48326 |
| W. F. Pawlick      | Director                              | 3300 University Drive, Auburn Hills, MI 48326 |

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*State of Delaware*  
*Office of the Secretary of State* PAGE 1

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "GKN DRIVETECH, 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 TWENTY-FOURTH DAY OF FEBRUARY, A.D. 2000.

FILED  
00 MAY 12 PM 3:28  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



  
Edward J. Freel, Secretary of State

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AUTHENTICATION: 0276414

DATE: 02-24-00