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WESTINGHOUSE PROCESS CONTROL, INC. F.E.I.N.# 43-1811446 OFFICERS AND DIRECTORS (As of 12/12/01)

NAME	HOME ADDRESS	TITLE
, Ann E. Pauley*	5080 Northlawn Dr. Murrysville, PA 15668	Director, President
R. Oscher*	332 Heather Hill Dr. Gibsonia, PA 15044	Vice-President
W. Stark**	4 Robin Hill Lane St. Louis, MO 63124	Director
J. M. Berra****	7600 Ashleaf Cove Austin, TX 78759	Director
T. A. Burnett**	7 Tallismanway Dr. Florissant, MO 63034	Assistant Treasurer
R. J. Kordenbrock*	2117 West Grove Gibsonia, PA 15044	VP-Finance
D. J. Rabe ****	1863 Oxborough Ct. Chesterfield, MO 63017	Vice-President, Treasurer
H. M. Smith***	7025 Washington Ave. St. Louis, MO 63130	Assistant Secretary
R. W. Spellman*	2379 Westgate Dr. Pittsburgh, PA 15237	Vice-President
R. D. Pietrala*	2167 Ferguson Rd. Allison Park, PA 15101	Secretary

= Business Address is: 200 Beta Dr.

Pittsburgh, PA 15238-2986

** = Business Address is: 8100 W. Florissant Ave.

St. Louis, MO 63136

** = Business Address is: 8000 W. Florissant Avenue

St. Louis, MO 63136

**** = Business Address is: 8301 Cameron Road Austin, TX 78754-3895

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Emerson Process Management 8100 West Florissant Avenue P.O. Box 36911 St. Louis, MO 63136 USA

T (314) 553 1900 F (314) 553 1880

April 9, 2002

Florida Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

RE: Westinghouse Process Control, Inc.

(FEIN: 43-1811446)

To Whom It May Concern:

I am writing in regards to the above mentioned corporation. Westinghouse Process Control, Inc. (WPC) qualified to do business in the State of Florida on January 25, 2001. By May 1, 2001, Westinghouse Process Control filed a 2001 Uniform Business Report with the State of Florida and paid the appropriate fees. It has come to our attention that WPC was not liable for the 2001 Uniform Business Report. It is our understanding that a corporation does not have to file their initial Uniform Business Report until the year after qualifying in the state. Therefore, our filing was incorrect and was returned to us. However, the \$150 payment made was not returned. Now, the 2002 Uniform Business Report is due, and we would like to have the \$150 paid to the Florida Department of State for the 2001 Uniform Business Report applied to the 2002 Uniform Business Report. Hence, we are not attaching a check for the 2002 appropriate fees.

If you have any questions, please feel free to contact me at 314/553-1900.

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Regards,

Stacy Stewart

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Tax Analyst