



F02000003117

ACCOUNT NO. : 072100000032

REFERENCE : 626356 7228054

AUTHORIZATION :

COST LIMIT : \$ 70.00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ORDER DATE : June 17, 2002

ORDER TIME : 11:47 AM

ORDER NO. : 626356-005

CUSTOMER NO: 7228054

CUSTOMER: Ms. Julee Fischer
Baker & Daniels
600 E. 96th Street, Suite 600

Indianapolis, IN 46240

DEPARTMENT OF STATE
DIVISION OF ORIGINATING
TALLAHASSEE, FLORIDA

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FOREIGN FILINGS

FILE FIRST

NAME: WABASH NATIONAL CORPORATION

XXXX QUALIFICATION (TYPE: CO)

700005825477--5

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Ginger Simmons -- EXT# 1139

EXAMINER: _____

F02-3117
OK

**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. WABASH NATIONAL CORPORATION
(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 3. 52-1375208
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. SEPTEMBER 13, 1991 5. PERPETUAL
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. UPON QUALIFICATION
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification."
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 1000 SAGAMORE PARKWAY SOUTH, LAFAYETTE, INDIANA 47905
(Principal office address)
- (SAME)
(Current mailing address)
- SERVE AS GENERAL PARTNER OF A LIMITED PARTNERSHIP SEEKING QUALIFICATION IN FLORIDA.
8. _____
(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: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee, Florida 32301
(City) (Zip code)

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.

Corporation Service Company

Shey A. Goble
(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.

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12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: See attached officers/directors rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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B. OFFICERS

President: See attached officers/directors rider

Address: _____

Vice President: _____

Address: _____

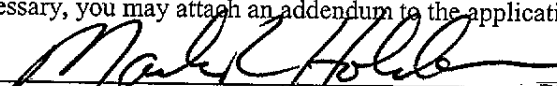
Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Mark R. Holden, Senior Vice President, CFO and Member Office of the CEO
(Typed or printed name and capacity of person signing application)

Officers/Directors Rider

The following is a list of the names and addresses of the directors of the Corporation:

<u>Director</u>	<u>Address</u>
John T. Hackett	1005 Hawthorne Drive, Columbus, IN 47203
Richard E. Dessimoz	1000 Sagamore Parkway South, Lafayette, IN 47905
Mark R. Holden	1000 Sagamore Parkway South, Lafayette, IN 47905
E. Hunter Harrison	455 N. Cityfront Plaza Drive, Chicago, IL 60611
Ludvik F. Koci	13400 Outer Drive, West, Detroit, MI 48239-4001
Dr. Martin C. Jischke	Purdue University, 1031 Hovde Hall, W. Lafayette, IN 47907
Dave Burdakin	200 Oak Street, P.O. Box 1109, Muscatine, IA 52761

The following is a list of the names and addresses of the officers of the Corporation

<u>Officer, Title</u>	<u>Address</u>
Richard E. Dessimoz Acting CEO and President	1000 Sagamore Parkway South Lafayette, IN 47905
Mark R. Holden Senior Vice President, CFO, Member Office of the CEO	1000 Sagamore Parkway South Lafayette, IN 47905
Derek L. Nagle Senior Vice President, Member Office of the CEO	1000 Sagamore Parkway South Lafayette, IN 47905
Arthur R. Brown Senior Vice President, COO	1000 Sagamore Parkway South Lafayette, IN 47905
Charles R. Ehrlich Vice President – Manufacturing	1000 Sagamore Parkway South Lafayette, IN 47905
Rodney P. Ehrlich Senior Vice President, Engineering	1000 Sagamore Parkway South Lafayette, IN 47905
Lawrence J. Gross Senior Vice President – Marketing	1000 Sagamore Parkway South Lafayette, IN 47905
Wilfred E. Lewallen Vice President, Industrial Engineering	1000 Sagamore Parkway South Lafayette, IN 47905

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Stanley E. Sutton Vice President – Purchasing	1000 Sagamore Parkway South Lafayette, IN 47905
Richard H. Snodgress Vice President – Quality Assurance	1000 Sagamore Parkway South Lafayette, IN 47905
Christopher A. Black Vice President – Treasurer	1000 Sagamore Parkway South Lafayette, IN 47905
Angela Knowlton Vice President – Controller	1000 Sagamore Parkway South Lafayette, IN 47905
Nick C. Fletcher Vice President – Human Resources	1000 Sagamore Parkway South Lafayette, IN 47905
Gary L. Bateman Vice President Management Information Systems	1000 Sagamore Parkway South Lafayette, IN 47905
Bryan K. Langford Vice President Aftermarket Parts & Accessories	1000 Sagamore Parkway South Lafayette, IN 47905
Cynthia J. Kretz Secretary	1000 Sagamore Parkway South Lafayette, IN 47905
Donald J. Hurtt Assistant Secretary	1000 Sagamore Parkway South Lafayette, IN 47905

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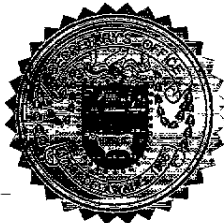
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "WABASH NATIONAL CORPORATION" 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 SEVENTEENTH DAY OF JUNE, A.D. 2002.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "WABASH NATIONAL CORPORATION" WAS INCORPORATED ON THE THIRTEENTH DAY OF SEPTEMBER, A.D. 1991.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

2273455 8300

AUTHENTICATION: 1834323

020388092

DATE: 06-17-02