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May 12 1997 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1997		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # F93000001728 (5)

1. Corporation Name
TECUMSEH PRODUCTS COMPANY



Principal Place of Business 100 E. PATTERSON ST. TECUMSEH MI 49286	Mailing Address 100 E. PATTERSON ST. TECUMSEH MI 49286-2041
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3. Date Incorporated or Qualified 04/02/1993	3a. Date of Last Report 05/01/1996
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2. Principal Place of Business 21 Suite, Apt. #, etc. 22 City & State 23 Zip 24 Country	2a. Mailing Address 26 Suite, Apt. #, etc. 27 City & State 28 Zip 29 Country	4. FEI Number 38-1093240	Applied For <input type="checkbox"/> Not Applicable
		5. Certificate of Status Desired <input type="checkbox"/>	\$8.75 Additional Fee Required
		6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	\$5.00 May Be Added to Fees
		8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	

9. Name and Address of Current Registered Agent C T CORPORATION SYSTEM 1200 SOUTH PINE ISLAND RD. 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 85 Zip Code FL
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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		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE NAME STREET ADDRESS CITY - ST - ZIP	DC HERRICK, K G 100 E. PATTERSON ST. TECUMSEH MI 49286 <input type="checkbox"/> DELETE	1.1 TITLE 1.2 NAME 1.3 STREET ADDRESS 1.4 CITY - ST - ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY - ST - ZIP	PCEO HERRICK, T W 100 E. PATTERSON ST. TECUMSEH MI 49286 <input type="checkbox"/> DELETE	2.1 TITLE 2.2 NAME 2.3 STREET ADDRESS 2.4 CITY - ST - ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY - ST - ZIP	VPTD FOSS, J H 100 E. PATTERSON ST. TECUMSEH MI 49286 <input type="checkbox"/> DELETE	3.1 TITLE 3.2 NAME 3.3 STREET ADDRESS 3.4 CITY - ST - ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY - ST - ZIP	S MCDONALD, D P 100 E. PATTERSON ST. TECUMSEH MI 49286 <input type="checkbox"/> DELETE	4.1 TITLE 4.2 NAME 4.3 STREET ADDRESS 4.4 CITY - ST - ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY - ST - ZIP	VP HANS, H L 100 E PATTERSON ST. TECUMSEH MI 49286 <input type="checkbox"/> DELETE	5.1 TITLE 5.2 NAME 5.3 STREET ADDRESS 5.4 CITY - ST - ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY - ST - ZIP	VP STUBBS, W G 100 E. PATTERSON ST. TECUMSEH MI 49286 <input type="checkbox"/> DELETE	6.1 TITLE 6.2 NAME 6.3 STREET ADDRESS 6.4 CITY - ST - ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition

14. I do 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.

SIGNATURE: Stephen D. Berger **REQUIRED** 4-30-99 (517)423-8028
 SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #

CR2E034 (9/96)

TECUMSEH PRODUCTS COMPANY
100 E. PATTERSON STREET
TECUMSEH, MI 49286

<u>OFFICERS</u>	<u>TITLE</u>	<u>% STOCK OWNED</u>
Kenneth G. Herrick 713 Red Mill Dr. Tecumseh, MI 49286 382-14-5398	Chairman of the Board	45% Indirectly
Todd W. Herrick 261 Wildwood Tecumseh, MI 49286 365-44-4271	President and Chief Executive Officer	Less than 1%
John H. Foss 4508 Macon Tecumseh, MI 49286 382-42-2542	Vice President, Treasurer & Chief Financial Officer	Less than 1%
Daryl P. McDonald 707 W. Chicago Blvd. Tecumseh, MI 49286 280-48-0768	Secretary	Less than 1%
Harry L. Hans 2555 Oxford Ct. Tecumseh, MI 49286 307-32-7782	Group Vice President-Engines and Power Train Components	Less than 1%
Wallace G. Stubbs 2327 Tecumseh St. Brooklyn, MI 49230 371-42-8337	Vice President-Industrial Relations and Personnel	Less than 1%
Stephen O. Kruger 502 Pottawatamie St. Tecumseh, MI 49286 362-42-6598	Assistant Secretary and Assistant Treasurer	Less than 1%