F95000005739

Document Number Only

C T CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, Florida 32301

City State Zip Phone

904-222-1092

CORPORATION(S) NAME

ITT Indiana, Inc.

(✓) Profit
( ) NonProfit
( ) Limited Liability Company
( ) Amendment
( ) Merger
(✓) Foreign
( ) Dissolution/Withdrawal
( ) Mark
( ) Limited Partnership
( ) Reinstatement
( ) Annual Report
( ) Reservation
( ) Other
( ) Change of R.A.
( ) Fictitious Name
( ) Certified Copy
( ) Photo Copies
( ) CUS / G/S
( ) Call When Ready
(✓) Walk In
( ) Mail Out
( ) Call if Problem
( ) Will Wait
( ) After 4:30
(✓) Pick Up

95 NOV 27 PM 3:05

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Document Examiner	
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Acknowledgment	
W.P. Verifier	

3:00

11/27/95

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CR2E031 (1-89)

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION 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. ITT Indiana, 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. Indiana
(State or country under the law of which it is incorporated)

3. 13-5158950
(FEI number, if applicable)

4. September 5, 1995
(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.))

95 NOV 27 PM 12:35

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SECRETARY OF STATE
FLORIDA

7. 4 West Red Oak Lane, White Plains, New York 10604
(Current mailing address)

8. See attached purpose clause
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent:

Name: C T Corporation System

Office Address: c/o C T Corporation System, 1200 South Pine Island Road

Plantation, Florida, 33324
(Zip Code)

10. Registered agent 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 obligation of my position as registered agent.

C T Corporation System

Kimberly D. Gilbertson

(Registered agent's signature) (Officer)

Kimberly D. Gilbertson, Asst. Secy.
(Type Name and Title of Officer)

(FL - 2189 - 11/16/94)

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:

A. DIRECTORS

Chairman: See attached list of directors

Address:

Vice Chairman: See attached list of directors

Address:

Director: See attached list of directors

Address:

Director:

Address:

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B. OFFICERS

President: See attached list of officers

Address:

Vice President:

Address:

Secretary:

Address:

(FLA. 2189)

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Rider VIII
Officers and Directors

Officers

Name	Title	Business Address	Residence Address
D. Travis Engen	Chairman, President and Chief Executive	ITT Indiana, Inc. 4 West Red Oak Lane White Plains, NY 10604	265 Brushy Ridge Road New Canaan, CT 06840
Richard J. Hamilton	Senior Vice President	ITT Indiana, Inc. 4 West Red Oak Lane White Plains, NY 10604	12 Orchard Hill Road Westport, CT 06880
Ralph W. Pausig	Senior Vice President	ITT Indiana, Inc. 4 West Red Oak Lane White Plains, NY 10604	74 Bangall Road Stamford, CT 06903
Richard S. Ward	Executive Vice President, General Counsel and Corporate Secretary	ITT Indiana, Inc. 4 West Red Oak Lane White Plains, NY 10604	77 Winifield Lane New Canaan, CT 06840
Robert W. Beicke	Vice President and Assistant Secretary	ITT Indiana, Inc. 4 West Red Oak Lane White Plains, NY 10604	163 Long Hill Road East Briarcliff Manor, NY 10510
Walter F. Diehl, Jr.	Vice President and Assistant Secretary	ITT Indiana, Inc. 4 West Red Oak Lane White Plains, NY 10604	60 Lancer Road Riverside, CT 06878
Vincent A. Maffeo	Vice President and Assistant Secretary	ITT Indiana, Inc. 4 West Red Oak Lace White Plains, NY 10604	4135 Carillon Drive Bloomfield Hills, MI 48302

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DIVISION OF CORPORATIONS

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Officers and Directors

Directors

Name	Title	Business Address	Residence Address
D. Travis Engen	Director	ITT Indiana, Inc. 4 West Red Oak Lane White Plains, NY 10604	265 Brushy Ridge Road New Canaan, CT 06840
Ralph W. Pausig	Director	ITT Indiana, Inc. 4 West Red Oak Lane White Plains, NY 10604	74 Bangall Road Stamford, CT 06903
Richard S. Ward	Director	ITT Indiana, Inc. 4 West Red Oak Lane White Plains, NY 10604	77 Winifield Lane New Canaan, CT 06840

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. Richard J. Hamilton, Vice President
(Typed or printed name and capacity of person signing application)

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95 NOV 27 PM 12:36

Appendix to Florida
Application by Fgn. Corp. for Authorization to Transact Business in Florida

Purpose Clause of ITT Indiana, Inc.

To engage in any lawful act or activity for which corporations may be organized to do business under the laws of the State of Indiana, including, but not limited to the ownership, lease and/or possession of real and personal property, the manufacture, distribution and/or provison of goods and services and any and all lawful activities related thereto; provided, that the corporation shall not engage in any act or activity which requires the consent or approval of any state official, department, board, agency or other body, without such consent or approval first being obtained.

FILED
SECRETARY OF STATE
95 NOV 27 PM 12:36

STATE OF INDIANA

OFFICE OF THE SECRETARY OF STATE

CERTIFICATE OF EXISTENCE

To Whom These Presents Come, Greeting:

I, SUE ANNE GILROY, Secretary of State of Indiana, do hereby certify that I am, by virtue of the laws of the State of Indiana, the custodian of the corporate records and the proper official to execute this certificate.

I further certify that records of this office disclose that

ITT INDIANA, INC.

filed Articles of Incorporation on September 05, 1995, and is a corporation duly organized and existing under and by virtue of the laws of the State of Indiana.

I further certify this corporation has filed its most recent annual report required by Indiana law with the Secretary of State, or is not yet required to file such annual reports, and that Articles of Dissolution have not been filed.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 NOV 27 PM 12:36

SEAL OF THE STATE OF INDIANA
1816

In Witness Whereof, I have hereunto set my hand and affixed the seal of the State of Indiana, at the City of Indianapolis, this Twentieth day of November, 1995.

Sue Anne Gilroy

SUE ANNE GILROY, Secretary of State

Deputy

F95000005739

Document Number Only

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96 FEB 20 PM 3:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

C T CORPORATION SYSTEM
Requestor's Name
660 East Jefferson Street
Address
Tallahassee, Florida 32301
City State Zip Phone
904-222-1092

100001695861
-01/23/96--01063--002
*****35.00 *****35.00

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96 JUN 12 PM 3:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CORPORATION(S) NAME

ITT Indiana, Inc.
to:
ITT Industries, Inc.

() Profit
() NonProfit
() Limited Liability Company
() Foreign
() Limited Partnership
() Reinstatement
() Certified Copy
() Call When Ready
(X) Walk In
() Mail Out

(X) Amendment
() Dissolution/Withdrawal
() Annual Report
() Reservation
() Photo Copies
() Call if Problem
() Will Wait

() Merger
() Mark
() Other
() Change of R.A.
() Fictitious Name
() CUS / C/S
() After 4:30
(X) Pick Up

RECEIVED
96 JAN 23
DIVISION OF CORPORATIONS

Name Availability
Document Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

1/23/96
3:00

Held for 2 weeks waiting on officer title by phone per Melanie: reject doc.

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CR2E031 (1-89)

N. HENDRICKS JUN 12 1996

FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 23, 1996

CT CORPORATION SYSTEM

TALLAHASSEE, FL

SUBJECT: ITT INDIANA, INC.
Ref. Number: F95000005739

We have received your document for ITT INDIANA, INC. and your check(s) totaling $35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The certificate from the home state must reflect the name change also.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6903.

Nancy Hendricks
Corporate Specialist

Letter Number: 996A00002944

FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 5, 1996

CT CORPORATION SYSTEM

TALLAHASSEE, FL

SUBJECT: ITT INDIANA, INC.
Ref. Number: F95000005739

We have received your document for ITT INDIANA, INC. and your check(s) totaling $35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name and capacity of the person signing the document must be noted beneath or opposite the signature.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6903.

Nancy Hendricks
Corporate Specialist

Letter Number: 096A00009687

Document Number Only

CT CORPORATION SYSTEM

Requestor's Name

660 EAST JEFFERSON STREET

Address

TALLAHASSEE FL 32301 222-1092

City	State	Zip	Phone
TALLAHASSEE	FL	32301	222-1092

CORPORATION(S) NAME

ITT Indiana, Inc.

Changing to:

ITT Industries, Inc.

( ) Profit ( ) NonProfit ( ) Limited Liability Company	(✓) Amendment	( ) Merger
( ) Foreign	( ) Dissolution/Withdrawal	( ) Mark
( ) Limited Partnership ( ) Reinstatement	( ) Annual Report ( ) Reservation	( ) Other ( ) Change of R.A. ( ) Fictitious name Filing
( ) Certified Copy	( ) Photo Copies	( ) CUS
( ) Call When Ready (●) Walk In ( ) Mail Out	( ) Call if Problem	( ) After 4:30 (●) Pick Up

Name Availability
Document Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

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6-12-96

To: Nancy Hendricks

CR2E031 (1-89)

APPLICATION BY FOREIGN CORPORATION TO FILE AMENDMENT TO APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

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96 JUN 12 PM 3:56

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SECTION I (1-3 must be completed)

1. ITT INDIANA, INC.
Name of corporation as it appears within the records of the Department of State.

2. Incorporated under laws of: Indiana

3. Date authorized to do business in Florida: November 27, 1995

SECTION II (4-7 complete only the applicable changes)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation?

December 20, 1995

5. Name of corporation after the amendment, adding suffix "corporation," "company," "incorporated," or appropriate abbreviation, if not contained in new name of the corporation:

ITT INDUSTRIES, INC.

6. If the amendment changes the period of duration, indicate new period of duration.

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

Gwenn L. Carr
Signature
Name and Title
Gwenn L. Carr, Vice President & Secretary

January 2, 1996
Date

(FLA.- 2251 - 3/19/93)
CT SYSTEM

STATE OF INDIANA
OFFICE OF THE SECRETARY OF STATE

To Whom These Presents Come, Greeting:

I, Sue Anne Gilroy, Secretary of State of Indiana, do hereby certify that I am, by virtue of the laws of the State of Indiana, the custodian of the corporate records and the proper official to execute this certificate.

I further certify that the records of this office disclose that Articles of Merger were filed on December 18, 1995, with an effective date of December 20, 1995, merging;

ITT CORPORATION, a Delaware Corporation;

into

ITT INDIANA, INC., an Indiana Corporation.

I further certify that the name of the corporation, as a result of the merger, was changed to:

ITT INDUSTRIES, INC.

SEAL OF THE STATE OF INDIANA 1816

In Witness Whereof, I have hereunto set my hand and affixed the seal of the State of Indiana, at the City of Indianapolis, this 31st day of January, 1996.

Sue Anne Gilroy

SUE ANNE GILROY, Secretary of State

JG

Deputy