

F95000006136

Document Number

CT CORPORATION SYSTEM

Requestor's Name
660 EAST JEFFERSON STREET

Address

TENNESSEE FL 32301 222-1092
City State Zip Phone

70000016630127
12/15/95-01079-011
*****70.00 ****70.00

CORPORATION(S) NAME

Start Corporation

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

12/15

<input checked="" type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> NonProfit	<input type="checkbox"/> Dissolution/Withdrawal	<input type="checkbox"/> Merger
<input type="checkbox"/> Limited Liability Company	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input type="checkbox"/> Foreign	<input type="checkbox"/> Reservation	<input type="checkbox"/> Change of R.A.
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Photo Copies	<input type="checkbox"/> Fictitious name Filing
<input type="checkbox"/> Reinstatement	<input type="checkbox"/> Call If Problem	<input type="checkbox"/> CUS
<input type="checkbox"/> Certified Copy	<input type="checkbox"/> Will Wait	<input type="checkbox"/> After 4:30
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Pick Up	
<input checked="" type="checkbox"/> Walk In		
<input type="checkbox"/> Mail Out		

Name
Availability
Document Examiner
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Verifier
Acknowledgment
W.P. Verifier

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FILE STAMPED

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. Stant 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

(State or country under the law of which it is incorporated)

3. 35-1768429

(FEI number, if applicable)

4. Sept. 15, 1987

(Date of incorporation)

5. perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. Jan. 1, 1996

(Date first transacted business in Florida. (See sections 607.1501, 607.1502 and 817.156))

7. 425 Commerce Drive

Richmond, IN 47374

(Current mailing address)

8. sale of automotive parts and tools

(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 obligations of my position as registered agent.

C T CORPORATION SYSTEM

Jeffrey R. Graves
(Registered agent's signature) (Officer)

Jeffrey R. Graves, Assistant Secretary
(Type Name and Title of Officer)

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DIVISION OF CORPORATIONS
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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

See Attached Schedule 12 A

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

See Attached Schedule 12 B

President: _____

Address: _____

Vice President: _____

Address: _____

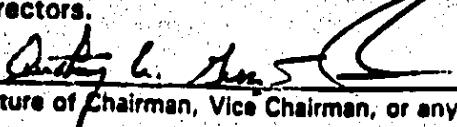
Secretary: _____

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. Anthony W. Graziano, Jr. Vice President & General Counsel _____
(Typed or printed name and capacity of person signing application)

**SCHEDULE 12 A
DIRECTORS**

NAME	ADDRESS
Ward W. Woods	Bessemer Partners & Co. 630 5th Avenue New York, NY 10111
Paul A. Cameron	c/o Stant Corp. 425 Commerce Dr. Richmond, IN 47374
Edward O. Gaylord	c/o Stant Corp. 425 Commerce Dr. Richmond, IN 47374
Robert D. Lindsay	Bessemer Partners & Co. 630 5th Avenue New York, NY 10111
David R. Paridy	c/o Stant Corp. 425 Commerce Dr. Richmond, IN 47374
Ogden M. Phipps	Bessemer Partners & Co. 630 5th Avenue New York, NY 10111
A. William Reynolds	c/o Stant Corp. 425 Commerce Dr. Richmond, IN 47374

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**SCHEDULE 12 B
OFFICERS**

NAME	OFFICE	ADDRESS
David R. Paridy	President and Cheif Executive Officer	c/o Stant Corp. 425 Commerce Dr. Richmond, IN 47374
W. Thomas Margetts	Sr. Vice President-Corp.-Development	c/o Stant Corp. 425 Commerce Dr. Richmond, IN 47374
Robert W. Priebe	Sr. Vice President-International	c/o Stant Corp. 425 Commerce Dr. Richmond, IN 47374
Thomas E. Schmitt	Sr. Vice President-Finance & Chief Financial Officer	c/o Stant Corp. 425 Commerce Dr. Richmond, IN 47374
Marvin E. Whetter	Sr. Vice President-Aftermarket Sales	c/o Stant Corp. 425 Commerce Dr. Richmond, IN 47374
Bruce K. Bowden	Vice President-Technology	c/o Stant Corp. 425 Commerce Dr. Richmond, IN 47374
Anthony W. Graziano, Jr.	Vice President & General Counsel & Secretary	c/o Stant Corp. 425 Commerce Dr. Richmond, IN 47374
Clyde W. Thompson	Vice President-Administration	c/o Stant Corp. 425 Commerce Dr. Richmond, IN 47374
Steven J. Steininger	Assistant Secretary	c/o Stant Corp. 425 Commerce Dr. Richmond, IN 47374

State of Delaware

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Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "STANT 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 THIRTEENTH DAY OF DECEMBER, A.D. 1995.

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.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS



Edward J. Freel

Edward J. Freel, Secretary of State

2137846 8300

AUTHENTICATION:

7749303

950292890

DATE:

12-13-95

PLEASE READ ALL INSTRUCTIONS BEFORE COMPLETING THIS FORM.

APPLICATION
FOR
REINSTATEMENT



FLORIDA DEPARTMENT OF STATE

Sandra B. Martham
Secretary of State

DIVISION OF CORPORATIONS

DOCUMENT # F95000006136

1. Corporation Name

STANT CORPORATION

Principal Place of Business

425 COMMERCE DRIVE
RICHMOND IN 47374

Mailing Address

425 COMMERCE DRIVE
RICHMOND IN 47374

If above addresses are incorrect in any way, line through incorrect information and enter correction below.

2. New Principal Office Address, If Applicable

Suite, Apt. #, etc.

3. New Mailing Office Address, If Applicable

Suite, Apt. #, etc.

City & State

City & State

Zip

Zip

Country

Country

7. Names and Street Addresses of Each Officer and/or Director (Florida nonprofit corporations must list at least 3 directors)

Title(s)	Name of Officers and/or Directors	Street Address of Each Officer and/or Director (Do NOT Use Post Office Box Numbers)	City / State / Zip
CEO	PARDY, DAVID R	425 COMMERCE DR.	RICHMOND IN 47374
V	MARGETIS, W T	425 COMMERCE DR.	RICHMOND IN 47374
V	PRIESE, ROBERT W	425 COMMERCE DR.	RICHMOND IN 47374
CFO	SCHMITT, THOMAS E	425 COMMERCE DR.	RICHMOND IN 47374
V	WHETTER, MARVIN E	425 COMMERCE DR.	RICHMOND IN 47374
V	BOWDEN, BRUCE K	425 COMMERCE DR.	RICHMOND IN 47374

8. Name and Address of Current Registered Agent

C T CORPORATION SYSTEM
1200 SOUTH PINE ISLAND ROAD
PLANTATION FL 33324

9. Name and Address of New Registered Agent

Name

Street Address (P.O. Box Number is Not Acceptable)

Suite, Apt. #, Etc.

City

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-11/26/96 2011012021
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10. I, being appointed the registered agent of the above named corporation, am familiar with and accept the obligations of Section 607.0505, F.S.

Signature of
Registered Agent

REQUIRED
REGISTERED AGENT MUST SIGN

Date 9/23/96

11. Does this corporation pay any intangible tax to the
Dept. of Revenue under S. 199.032, Florida Statutes. Yes No

(See other side for information
on intangible tax.)

12. I certify that I am an officer or director or the receiver or trustee empowered to execute this application as provided for in chapter 607 or 617, F.S. I further certify that when filing this reinstatement application, the reason for dissolution has been eliminated, the corporate name satisfies the requirements of section 607.0401 or 617.0401, F.S., that all fees owed by the corporation have been paid and the names of individuals listed on this form do not qualify for an exemption under section 119.07(3)(i), F.S. The information indicated on this application is true and accurate, and my signature shall have the same legal effect as if made under oath.

SIGNATURE:

REQUIRED
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

9/23/96
Date

Daytime Phone #