

Document Number Only  
**F96000005796**

CT CORPORATION SYSTEM  
Requestor's Name  
660 East Jefferson Street  
Address  
Tallahassee, FL 32301 222-1092  
City State Zip Phone  
**CORPORATION(S) NAME**

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-11706796--01094--007  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

*Rockwell Heavy Vehicle Systems, Inc.*

96 NOV -6 PM 2:02

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DIVISION OF CORPORATIONS

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Updater
Verifier
Acknowledgment
W.P. Verifier

*11/6/96*

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**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. Rockwell Heavy Vehicle Systems, 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. Nevada  
(State or country under the law of which it is incorporated)
3. Pending  
(FEI number, if applicable)
4. October 28, 1996  
(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 617.156, F.S.))
7. 625 Liberty Avenue, Pittsburgh, Pennsylvania 15222-3123  
(Current mailing address)
8. Noneholder  
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

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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

Connie Bays  
(Registered agent's signature) (Officer)  
SPECIAL ASSISTANT SECRETARY

(Type Name and Title of Officer)

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: \_\_\_\_\_  
\_\_\_\_\_

**B. OFFICERS**

President: see attached list of officers

Address: \_\_\_\_\_  
\_\_\_\_\_

Vice President: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

Secretary: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

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Treasurer: \_\_\_\_\_

Address: \_\_\_\_\_

\_\_\_\_\_

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

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

14. S. S. McKenney, President & Secretary  
(Typed or printed name and capacity of person signing application)

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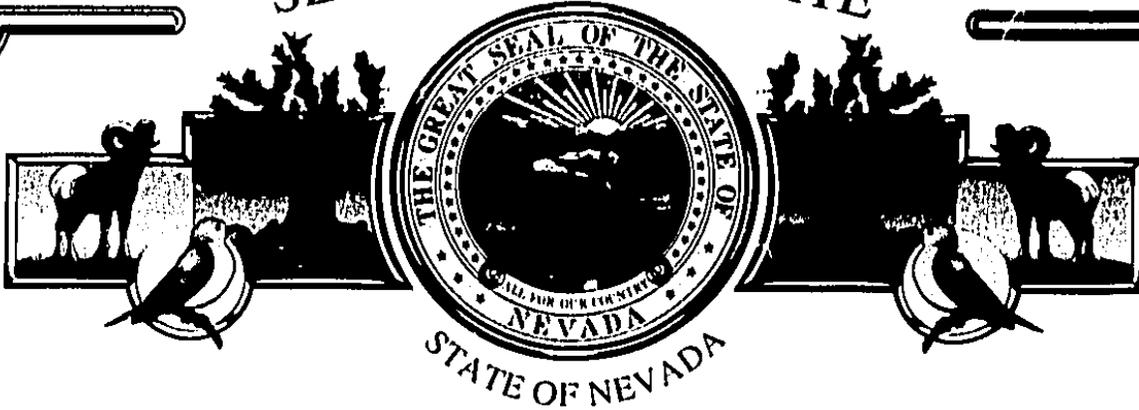
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DIVISION OF CORPORATIONS

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**ROCKWELL HEAVY VEHICLE SYSTEMS, INC.**

<u>Name</u>	<u>Address</u>	<u>Position</u>
S. S. McKenney	625 Liberty Avenue, Pittsburgh, PA 15222-3123	President, Secretary & Director
D. W. Greenfield	625 Liberty Avenue, Pittsburgh, PA 15222-3123	Vice President, Assistant Secretary and Director
R. K. Beck	625 Liberty Avenue, Pittsburgh, PA 15222-3123	Director
L. H. Cramer	625 Liberty Avenue, Pittsburgh, PA 15222-3123	Treasurer
J. R. Gibbs	625 Liberty Avenue, Pittsburgh, PA 15222-3123	Assistant Treasurer
C. C. Swoops, Jr.	625 Liberty Avenue, Pittsburgh, PA 15222-3123	Assistant Treasurer
W. T. Thompson	625 Liberty Avenue, Pittsburgh, PA 15222-3123	Assistant Treasurer

# SECRETARY OF STATE



## CERTIFICATE OF EXISTENCE WITH STATUS IN GOOD STANDING

I, DEAN HELLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to filings by corporations, limited-liability companies, limited partnerships, and limited-liability partnerships pursuant to Title 7 of the Nevada Revised Statutes (which are either presently in a status of good standing or were in good standing for a time period subsequent of 1976) and am the proper officer to execute this certificate.

I further certify that the records of the Nevada Secretary of State, at the date of this certificate, evidence, **ROCKWELL HEAVY VEHICLE SYSTEMS, INC.**, as a corporation duly organized under the laws of Nevada and existing under and by virtue of the laws of the State of Nevada since October 28, 1996, and is in good standing in this state.

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DIVISION OF CORPORATIONS  
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IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office, in Carson City, Nevada, on November 1, 1996.



*Dean Heller*  
Secretary of State  
By *Joan M. [Signature]*  
Certification Clerk

Document Number **F96000005796**

CT CORPORATION SYSTEM  
 660 EAST JEFFERSON STREET  
 Requestor's Name  
 TALLAHASSEE, FL 32301  
 Address  
 222-1092  
 City State Zip Phone

300002277568--8  
 -08/26/97--01052--025  
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**CORPORATION(S) NAME**

*Rockwell Heavy Vehicle Systems, Inc.*  
*changes to:*  
*Meritor Heavy Vehicle Systems, Inc.*

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 TALLAHASSEE FLORIDA

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Acknowledgment
W.P. Verifier

8-26-97

8/26  
*John*  
*Name*  
*Change*

97 AUG 26 AM 11:46  
 DIVISION OF CORPORATION

**APPLICATION BY FOREIGN CORPORATION TO FILE A MENDMENT TO  
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN  
FLORIDA**

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TALLAHASSEE FLORIDA

**SECTION I (1-3 must be completed)**

1. Rockwell Heavy Vehicle Systems, Inc.  
Name of corporation as it appears within the records of the Department of State.
2. Incorporated under laws of: Nevada
3. Date authorized to do business in Florida: November 6, 1996

**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?

August 13, 1997

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

Meritor Heavy Vehicle Systems, Inc.

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

No Change

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

\_\_\_\_\_

S. S. McKenney

August 19, 1997

Signature

Date

Name and Title

S. S. McKenney, President & Secretary

# SECRETARY OF STATE



## CERTIFICATE OF NAME CHANGE

I, DEAN HELLER, the duly qualified and elected Nevada Secretary of State, do hereby certify that on August 13, 1997 a Certificate of Amendment to its Articles of Incorporation changing the name to **MERITOR HEAVY VEHICLE SYSTEMS, INC.** was filed in this office by **ROCKWELL HEAVY VEHICLE SYSTEMS, INC.** Said change of name has been made in accordance with the laws of the State of Nevada and that said Certificate of Amendment is now on file and of record in this office.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office, in Carson City, Nevada, on August 18, 1997.



*Dean Heller*

Secretary of State

By *Mary M. Rogers*  
Certification Clerk