

Via Federal Express

F980000005331

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: Thyssen Stearns Inc.

(Name of corporation - must include suffix)

800002639248--2

-09/15/98--01013--001

*****70.00 *****70.00

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

W98-20978

Marsha J. Fershtman, Esq.

(Name of Person)

The Budd Company

(Firm/Company)

3155 West Big Beaver

(Address)

Troy, Michigan 48084

(City/State/Zip)

Should you need to call someone concerning this matter, please call:

Marsha J. Fershtman

(Name of Person)

at (248) 643-3538

(Area Code & Daytime Telephone Number)

STREET ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 SEP 23 AM 11:53

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

September 15, 1998

MARSHA J. FERSHTMAN
THE BUDD COMPANY
3155 WEST BIG BEAVER
TROY, MI 48084

SUBJECT: THYSSEN STEARNS INC.
Ref. Number: W98000020978

We have received your document for THYSSEN STEARNS INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The entity's date of incorporation/organization must be listed in the document.

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 (850) 487-6097.

Michael Mays
Document Specialist

Letter Number: 798A00046609

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**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACTION BUSINESS IN THE
STATE OF FLORIDA:*

1. THYSSEN STEARNS 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. Delaware
(State or country under the law of which it is incorporated)

3. 52-2089962
(FEI number, if applicable)

4. 3-27-98
(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.))

7. 3201 N. Sylvania Ave., Suite 100 E
Fort Worth, TX 76111
(Current mailing address)

8. Manufacture, Sale and Service of passenger boarding bridges
(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: (P.O. Box or Mail Drop Box acceptable)

Name: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee, Florida, 32301
(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

By: Pamela L. Simpson
(Registered agent's signature)
Pamela L. Simpson, Authorized Representative

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: (Street address ONLY- P.O. Box NOT acceptable)

A. DIRECTORS (Street address only- P.O. Box NOT acceptable)

Chairman: Dieter Bohm

Address: Thyssen Henschel GmbH, Henschelplatz 1, D-34127
Kassel, Germany

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS (Street address only- P.O. Box NOT acceptable)

President: Harold Watson

Address: Thyssen Stearns Inc., 3201 N. Sylvania Avenue,
Suite 100E, Fort Worth, TX 76111

Vice President: Alexander Pfurr, Thyssen Stearns Inc., 3201

Address: N. Sylvania Avenue, Suite 100E, Fort Worth, TX 76111

Secretary: Alexander Pfurr, See address Above.

Address: _____

Treasurer: Alexander Pfurr, See address above

Address: _____

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

13. Dieter Bohm

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

14. Harold E. Watson, President

(Typed or printed name and capacity of person signing application)

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "THYSSEN STEARNS INC." 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 FOURTH DAY OF SEPTEMBER, A.D. 1998.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 SEP 23 AM 11:53

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9289006
09-04-98
Edward J. Freel
Edward J. Freel, Secretary of State

AUTHENTICATION:

DATE: