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CT Corporation System

Requestor's Name
660 East Jefferson Street

Address
Tallahassee, FL 32310 222-1092

City State Zip Phone

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

CORPORATION(S) NAME

3/2

Caterpillar Work Tools, Inc.

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(X) Profit
( ) NonProfit
( ) Amendment
( ) Merger

(X) Foreign
( ) Dissolution/Withdrawal
( ) Limited Liability Company

( ) Limited Partnership
( ) Reinstatement
( ) Fictitious Name
( ) Annual Report
( ) Name Registration
( ) UCC-1 Financing Statement
( ) Other
( ) Change of R.A.
( ) UCC-3 Filing

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CR2E031 (1-89)

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO 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. Caterpillar Work Tools, 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. Kansas
(State or country under the law of which it is incorporated)

3. 48-0529707
(FEI number, if applicable)

4. 3/21/49
(Date of Incorporation)

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

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6. Upon Qualification
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.)

7. 600 Balderson Boulevard

Wamego, Kansas 66547
(Current mailing address)

8. Please see attached
(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 **NOT** acceptable)

Name: C T Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida, 33324
(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.

Anne E Diamond
(Registered agent's signature)
Anne E. Diamond, Asst. Secy.

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: Please see attached

Address:

Vice Chairman:

Address:

Director:

Address:

Director:

Address:

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

President: Please see attached

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

14. Charles M. Delph, President
(Typed or printed name and capacity of person signing application)

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

CATERPILLAR WORK TOOLS, INC.

8. The corporation is organized for profit and the nature of its business is:

   (a) To engage in a general manufacturing business; to manufacture, buy and sell, at wholesale and retail, service and equip snow plows, bulldozers, construction and machine tools, road machinery and all other types of machinery and equipment, including parts, accessories, materials and supplies used in manufacturing, equipping and servicing the same.

   (b) To purchase, lease or otherwise acquire, to own, hold, use and otherwise deal in and with, and to sell, assign, transfer, exchange, lease or otherwise dispose of goods, supplies, wares, merchandise, equipment, tools, machinery, fixtures, accessories, parts, commodities and any and all other products, articles and personal property of every class and description.

   (c) To purchase, lease or otherwise acquire, to own, hold, use, manage, operate, improve and otherwise deal in and with, and to sell, grant, transfer, exchange, lease, mortgage and otherwise dispose of real estate, whether within or without the State of Kansas.

   (d) To do any and all acts or things it may deem proper or incidental to the operation or conduct of any of its businesses or any of the purposes and powers herein set forth; to do any and all other acts or things which may be engaged in by a corporation organized under the laws of the State of Kansas and doing business in said state; and to engage in any businesses and perform any acts in any state, territory, possession of the United States or in any foreign country which are not prohibited by the laws of such state, territory, possession or foreign country.

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12. a. The directors of the company are:

Ronald P. Bonati	100 Northeast Adams Street Peoria, IL 61629
Charles M. Delph	6 Corporate Woods 8900 Indian Creek Parkway Suite 400 Overland Park, KS 66210
David A. McKie	100 Northeast Adams Street Peoria, IL 61629
Gerald Palmer	100 Northeast Adams Street Peoria, IL 61629

b. The Officers of the company are:

President	Charles M. Delph 6 Corporate Woods 8900 Indian Creek Parkway Suite 400 Overland Park, KS 66210
Vice President	Glen J. Johnson 600 Balderson Boulevard Wamego, KS 66547
	Chris C. Langvardt 600 Balderson Boulevard Wamego, KS 66547
Secretary	Glen J. Johnson 600 Balderson Boulevard Wamego, KS 66547
Treasurer	Michael D. Guyer 6 Corporate Woods 8900 Indian Creek Parkway Suite 400 Overland Park, KS 66210
Assistant Secretary	Henry T. Ames 100 Northeast Adams Street Peoria, IL 61629

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Assistant Treasurer — Robin D. Beran
100 Northeast Adams Street
Peoria, IL 61629

STATE OF KANSAS

OFFICE OF
SECRETARY OF STATE
RON THORNBURGH

To all to whom these presents shall come, Greetings:

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I, RON THORNBURGH, Secretary of State of the state of Kansas, do hereby certify that I am the custodian of records of the State of Kansas relating to corporations and that I am the proper official to execute this certificate.

I FURTHER CERTIFY THAT

CATERPILLAR WORK TOOLS, INC.

is a regularly and properly organized corporation under the laws of the state of KANSAS, having been incorporated in Kansas on the 21st day of March, A.D. 1949 and has paid all fees and franchise taxes due this office and is in good standing according to the records now on file in the office of Secretary of State.

In testimony whereof:
I hereto set my hand and cause
to be affixed my official seal.
Done at the City of Topeka, this
1st day of March, A.D. 1999

RON THORNBURGH
SECRETARY OF STATE