

Document Number Only

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CT Corporation System
660 East Jefferson Street
Tallahassee, FL 32301
Tel 850 222 1092
Fax 850 222 7615
Attn: Jeff Netherton

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CORPORATION(S) NAME

Motor Coach Industries, Inc.

- | | | |
|--|---|---|
| <input checked="" type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> Nonprofit | | |
| <input checked="" type="checkbox"/> Foreign | <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Mark |
| | <input type="checkbox"/> Reinstatement | |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input type="checkbox"/> LLC | <input type="checkbox"/> Name Registration | <input type="checkbox"/> Change of RA |
| | <input type="checkbox"/> Fictitious Name | <input type="checkbox"/> UCC |
| <input type="checkbox"/> Certified Copy | <input type="checkbox"/> Photocopies | <input type="checkbox"/> CUS |
| <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call If Problem | <input type="checkbox"/> After 4:30 |
| <input checked="" type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up |
| <input type="checkbox"/> Mail Out | | |

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Updater _____
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Acknowledgement _____
W.P. Verifier _____

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DIVISION OF CORPORATIONS
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99 OCT 11 AM 11:29
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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:

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1. Motor Coach Industries, 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. 45-0277789
(FEI number, if applicable)
4. April 2, 1962
(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. 552 W. Stutsman Ave., Pembina, North Dakota 58271

(Current mailing address)
8. Manufacture and sale of intercity motor coaches.
(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

Connie Bryan
(Registered agent's signature) (Officer)

CONNIE BRYAN
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: Rafael Gomez Flores

Address: Blvd. Puerta de Hierro, No. 5200
Guadalajara, Jalisco, MEXICO 45110

Vice Chairman: _____

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

14. Timothy J. Nalepka, Vice President
(Typed or printed name and capacity of person signing application)

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

**Directors of
Motor Coach Industries, Inc.**

1. Rafael Gómez Flores
Blvd. Puerta de Hierro, No. 5200
Guadalajara, Jalisco, MEXICO 45110
2. James P. Bernacchi
10 East Golf Road
Des Plaines, Illinois 60016
3. Gamaliel Garcia Cortes
Tlacoquemecatl No. 41, Col. del Valle
Mexico D.F., Mexico 03100
4. Paul Levy
450 Lexington Ave., Suite 3350
New York, New York 10017
5. Jeffrey Lightcap
450 Lexington Ave., Suite 3350
New York, New York 10017
6. Frank Rodriguez
450 Lexington Ave., Suite 3350
New York, New York 10017
7. David Ying
450 Lexington Ave., Suite 3350
New York, New York 10017

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

**Officers of
Motor Coach Industries, Inc.**

1. Rafael Gomez Flores, Chairman of the Board
Blvd. Puerta de Hierro, No. 5200
Guadalajara, Jalisco, MEXICO 45110
2. James P. Bernacchi, Chief Executive Officer
10 East Golf Road
Des Plaines, Illinois 60016
3. Horst O. Sieben, Chief Financial Officer
10 East Golf Road
Des Plaines, Illinois 60016
4. Michael L. Graham, Senior Vice President, Finance, and Treasurer
10 East Golf Road
Des Plaines, Illinois 60016
5. John Andrews, Vice President-Public Sector and Specialty Markets
10 East Golf Road
Des Plaines, Illinois 60016
6. A. C. (Sandy) Baker, Vice President-Sales and Marketing
10 East Golf Road
Des Plaines, Illinois 60016
7. Ronald Batchelder, Vice President and Corporate Controller
10 East Golf Road
Des Plaines, Illinois 60016
8. Pablo Fierros, VP and General Manager, Shop Operations
10 East Golf Road
Des Plaines, Illinois 60016
9. Mario Gonzalez Abarca, Chief Operating Officer
1475 Clarence Ave.
Winnipeg, Manitoba R3T 1T5
10. Michael R. Hill, VP-Business Admin. and Control and Asst. Secy.
10 East Golf Road
Des Plaines, Illinois 60016
11. Glenn Morris, Vice President, Information Systems
10 East Golf Road
Des Plaines, Illinois 60016
12. Timothy J. Nalepka, Vice President, General Counsel, and Secretary
10 East Golf Road

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

Des Plaines, Illinois 60016

13. Harold Zuschlag, VP-Quality, Warranty and Field Service
10 East Golf Road
Des Plaines, Illinois 60016
14. Betty J. Conrad, Assistant Secretary
10 East Golf Road
Des Plaines, Illinois 60016
15. Jennifer C. Tufer, Assistant Secretary
10 East Golf Road
Des Plaines, Illinois 60016

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State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "MOTOR COACH INDUSTRIES, 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 SEVENTH DAY OF OCTOBER, A.D. 1999.

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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Edward J. Freel, Secretary of State

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AUTHENTICATION:

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DATE:

10-07-99