

FILE NOW: FILING FEE AFTER MAY 1 IS \$550.00

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May 09 1997 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1997		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # P32449 (1)

1. Corporation Name
GKN INDUSTRIES INC.

Principal Place of Business C/O FREID. FRANK, ET AL. ATTN: TED KAHN ONE NEW YORK PLAZA NEW YORK NY 10004	Mailing Address C/O FREID. FRANK, ET AL. ATTN: TED KAHN ONE NEW YORK PLAZA NEW YORK NY 10004-1901
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2. Principal Place of Business 21 3300 University Drive Suite, Apt. #, etc. 22 City & State 23 Auburn Hills, MI 24 Zip 48326 25 Country USA		2a. Mailing Address 26 3300 University Drive Suite, Apt. #, etc. 27 City & State 28 Auburn Hills, MI 29 Zip 48326 30 Country USA		3. Date Incorporated or Qualified 01/10/1991	3a. Date of Last Report 04/02/1996
				4. FEI Number 52-1660753	Applied For Not Applicable
				5. Certificate of Status Desired <input type="checkbox"/>	\$8.75 Additional Fee Required
				6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	\$5.00 May Be Added to Fees
				8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
9. Name and Address of Current Registered Agent THE PRENTICE-HALL CORPORATION SYSTEM, INC. 110 NORTH MAGNOLIA STREET TALLAHASSEE FL 32301				10. Name and Address of New Registered Agent	
				81 Name	
				82 Street Address (P.O. Box Number is Not Acceptable)	
				83	
				84 City	FL 85 Zip Code

11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0605, Florida Statutes.

SIGNATURE _____ (NOTE: Registered Agent signature required when reinstating) DATE _____

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	PD BERESFORD, MARCUS POST OFFICE BOX 55 N/A REDDITCH, WOR., U.K.	1.1 TITLE	VD K.D. Walker Post Office Box 55 Redditch, Worcestershire, U.K.
NAME	VD HUGHES, J. H. POST OFFICE BOX 55 N/A REDDITCH, WOR., U.K.	1.2 NAME	VD D.J. Turner Post Office Box 55 Redditch, Worcestershire U.K.
STREET ADDRESS	AS OGILVE SMALS, R. A. POST OFFICE BOX 55 N/A REDDITCH, WOR., U.K.	1.3 STREET ADDRESS	SD L.A. Johnson One New York Plaza New York, NY 10004
CITY - ST - ZIP	AST LEMLY, W. A. 801 S. DUDLEY STREET MEMPHIS TN	1.4 CITY - ST - ZIP	AS A.R. Tatum 3300 University Drive Auburn Hills, MI 48326
	D HANSON, J ONE NEW YORK PLAZA NEW YORK NY	2.1 TITLE	
		2.2 NAME	
		2.3 STREET ADDRESS	
		2.4 CITY - ST - ZIP	
		3.1 TITLE	
		3.2 NAME	
		3.3 STREET ADDRESS	
		3.4 CITY - ST - ZIP	
		4.1 TITLE	
		4.2 NAME	
		4.3 STREET ADDRESS	
		4.4 CITY - ST - ZIP	
		5.1 TITLE	
		5.2 NAME	
		5.3 STREET ADDRESS	
		5.4 CITY - ST - ZIP	
		6.1 TITLE	
		6.2 NAME	
		6.3 STREET ADDRESS	
		6.4 CITY - ST - ZIP	

14. I do hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address.

SIGNATURE: Alan R. Tatum 4/25/97 (810) 377-1200
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #