

P38848

(Requestor's Name)

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(City/State/Zip/Phone #)

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(Business Entity Name)

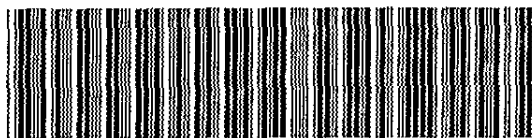
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FILED
03 MAR 19 PM 4:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PEARL PROFESSIONAL CORPORATION

735 POST ROAD EAST
WESTPORT, CONNECTICUT 06880

STEWART W. PEARL

PATRICIA J. TURNER
LEGAL ASSISTANT

ANN E. FLOCKEN
ASSOCIATE ATTORNEY

TELEPHONE: (203) 222-9000

FACSIMILE: (203) 222-9100

E-MAIL: thefirm@pearlpc.com

March 18, 2003

FEDERAL EXPRESS

Florida Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

FILED
03 MAR 19 PM 4:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: Rexnord Corporation

Dear Sir or Madam:

I have enclosed for filing on behalf of Rexnord Corporation, an Amended Certificate of Authority, in which the company changes its name to Rexnord North America Holdings, Inc. I have also enclosed a certified copy of the Certificate Re Name change issued by the Delaware Secretary of State and a check for \$43.75 to cover the filing fee and the return of a certified copy. Please send me evidence of the filing of this Amendment.

Sincerely yours,


Patricia J. Turner

PJT/nyc
Enclosures

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
(Pursuant to s. 607.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

FILED
03 MAR 19 PM 4:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

(Document number of corporation (if known))

1. Rexnord Corporation
(Name of corporation as it appears on the records of the Department of State)

2. Delaware
(Incorporated under laws of)

3. May 18, 1992
(Date authorized to do business in Florida)

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? November 25, 2002

5. Rexnord North America Holdings, Inc.
(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)

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

N/A

(New duration)

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

N/A

(New jurisdiction)

Patricia M. Whaley
(Signature of the chairman or vice chairman of the board, president, or any officer, or if the corporation is in the hands of a receiver, trustee, or other court-appointed fiduciary, by that fiduciary)

Patricia M. Whaley
(Typed or printed name)

1/11/2003
(Date)

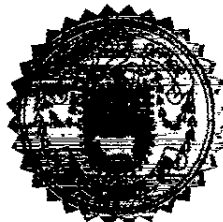
Assistant Secretary
(Title)

Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "REXNORD CORPORATION", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "REXNORD NORTH AMERICA HOLDINGS, INC.", THE TWENTY-FIFTH DAY OF NOVEMBER, A.D. 2002, AT 8:30 O'CLOCK A.M.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

2168721 8320

AUTHENTICATION: 2299202

030157851

DATE: 03-10-03