

State of Idaho

Department of State

CERTIFICATE OF AUTHORITY
OF
BEAR AUTOMOTIVE SERVICE EQUIPMENT COMPANY

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of BEAR AUTOMOTIVE SERVICE EQUIPMENT COMPANY _____ for a Certificate of Authority to transact business in this State, duly signed and verified pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to BEAR AUTOMOTIVE SERVICE EQUIPMENT COMPANY _____ to transact business in this State under the name BEAR AUTOMOTIVE SERVICE EQUIPMENT COMPANY _____ and attach hereto a duplicate original of the Application for such Certificate.

Dated December 10, 1987



Pete T. Cenarrusa

SECRETARY OF STATE

Sida Mackay
Corporation Clerk

APPLICATION FOR CERTIFICATE OF AUTHORITY

(Profit Corporation)

To the Secretary of State of Idaho

Pursuant to Section 30-1-110, Idaho Code, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose submits the following statement:

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1. The name of the corporation is BEAR AUTOMOTIVE SERVICE EQUIPMENT COMPANY

2. The name which it shall use in Idaho is _____

(To be used only when required to avoid a conflict with a name already on file. Must be accompanied by a Board of Directors resolution adopting assumed name in Idaho.)

3. It is incorporated under the laws of Delaware

4. The date of its incorporation is April 21, 1980 and the period of its duration is Perpetual

5. The address of its principal office in the state or country under the laws of which it is incorporated is Corporation Trust Center, 1209 Orange St., Wilmington, Del. 19801

6. The address to which correspondence should be addressed, if different from that in item 5. 2855 James Drive, New Berlin, Wisconsin 53151

7. The street address of its proposed registered office in Idaho is 300 North 6th Street
Boise, Idaho 83701, and the name of its proposed registered agent in Idaho at that address is CT CORPORATION SYSTEM

8. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are: To engage in any lawful activity under Section 30-1-110 of the Idaho Code.

9. The names and respective addresses of its directors and officers are:

Name	Office	Address
See Attached Rider		

(continued on reverse)

Name

Office

Address

See Attached Rider

- 10. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.
- 11. This Application is accompanied by a certificate of Corporate Status or Existence, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated: November 30, 1987

BEAR AUTOMOTIVE SERVICE EQUIPMENT COMPANY (Corporation Name)

By John J. Gaskell (Signature) John J. Gaskell, its President/Vice President (please specify)

and John J. Fons (Signature) John J. Fons, its Secretary/Assistant Secretary (please specify)

STATE OF Wisconsin)
) s.
COUNTY OF Waukesha)

I, John H. Shore, a notary public, do hereby certify that on this 30th day of November, 1987, personally appeared before me John J. Gaskell, who being by me first duly sworn, declared that (s)he is the Vice President of BEAR AUTOMOTIVE SERVICE EQUIPMENT COMPANY

BEAR AUTOMOTIVE SERVICE EQUIPMENT COMPANY
that (s)he signed the foregoing document as Vice President of the corporation and that the statements therein contained are true.

John H. Shore (Signature)
Notary Public

BEAR AUTOMOTIVE SERVICE EQUIPMENT COMPANY
(A Delaware Corporation)

OFFICERS AND DIRECTORS

<u>NAMES</u>	<u>TITLES</u>	<u>ADDRESSES</u>
John F. Stolle	President & Director	2855 James Drive New Berlin, WI 53151
John J. Gaskell	Vice President, Secretary & Director	2855 James Drive New Berlin, WI 53151
J. D. Henkhaus	Vice President & Treasurer	2855 James Drive New Berlin, WI 53151
Joseph A. Marino	Vice President & Director	2855 James Drive New Berlin, WI 53151
R. W. H. Bailey	Vice President & Director	2855 James Drive New Berlin, WI 53151
H. Clay Gregory	Vice President	South Main and Werner Streets Bangor, PA 18013
David E. Cox	Vice President	2855 James Drive New Berlin, WI 53151
Michael J. Kling	Vice President	2855 James Drive New Berlin, WI 53151
John J. Fons	Assistant Secretary	2855 James Drive New Berlin, WI 53151
Lawrence L. Forsell	Director	Route 54 Folsom, NJ 08037
Curt H. Lonnstrom	Director	Box 7264 103 89 Stockholm Birger Jarlsgatan 6 Sweden
K. Anders Wall	Director	Box 7264 103 89 Stockholm Birger Jarlsgatan 6 Sweden

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CONSENT TO USE OF NAME

BEAR AUTOMOTIVE-INTERMOUNTAIN, INC., a corporation
organized under the laws of the State of Delaware, hereby consents to
the ~~organization~~ qualification of BEAR AUTOMOTIVE SERVICE EQUIPMENT COMPANY
in the State of Idaho.

IN WITNESS WHEREOF, the said BEAR AUTOMOTIVE-INTERMOUNTAIN, INC.

_____ has caused this consent to be executed by its _____ president
and attested under its corporate seal by its _____ secretary, this 17th day of
November 1987.

BEAR AUTOMOTIVE-INTERMOUNTAIN, INC.

By *Ruth Bailey* _____
President

Attest:
John J. Gaskill
Secretary

(SEAL)



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State of DELAWARE



Office of SECRETARY OF STATE

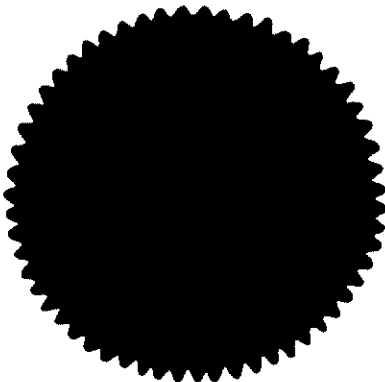
I, Michael Harkins, Secretary of State of the State of Delaware,
do hereby certify that the Certificate of Incorporation of the "STOLLE-BEAR CORPORATION",
was received and filed in this office the twenty-first day of April, A.D. 1980, at
10 o'clock A.M.

And I do hereby further certify that the said "STOLLE-BEAR CORPORATION", filed
a Certificate of Amendment, changing its corporate title to "BEAR AUTOMOTIVE SERVICE
EQUIPMENT COMPANY", on the twelfth day of August, A.D. 1980, at 10 o'clock A.M.

And I do hereby further certify that the aforesaid Corporation 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 and is duly authorized to transact
business.

And I do hereby further certify that the said "BEAR AUTOMOTIVE SERVICE EQUIPMENT
COMPANY", is the last known title of record of the aforesaid Corporation.

In Testimony Whereof, *I have hereunto set my hand*
and official seal at Dover this ninth *day*
of November *in the year of our Lord*
one thousand nine hundred and eighty-seven.



Michael Harkins
Michael Harkins, Secretary of State