

State of Idaho

Department of State

CERTIFICATE OF AUTHORITY OF

SPECIALTY EQUIPMENT COMPANIES, INC. DBA/SPECIALTY FOOD SERVICE EQUIPMENT
COMPANIES, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of SPECIALTY EQUIPMENT COMPANIES, INC. 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 SPECIALTY EQUIPMENT COMPANIES, INC. to transact business in this State under the name SPECIALTY FOOD SERVICE EQUIPMENT COMPANIES, INC. and attach hereto a duplicate original of the Application for such Certificate.

Dated June 25, 1987



Pete T. Cenarrusa

SECRETARY OF STATE

Sandra M. Anthony
Corporation Clerk

APPLICATION FOR CERTIFICATE OF AUTHORITY

(Profit Corporation)

RECEIVED
SEC. OF STATE

87 JUN 15 AM 9:05

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:

1. The name of the corporation is Specialty Equipment Companies, Inc.
2. The name which it shall use in Idaho is SPECIALTY FOOD SERVICE EQUIPMENT COMPANIES, INC.
(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 November 28, 1984, 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 Street, Wilmington, Delaware 19801
6. The address to which correspondence should be addressed, if different from that in item 5. c/o C T Corporation System 300 North 6th Street, Boise, Idaho 83701
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 C T CORPORATION SYSTEM
8. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are: The manufacture and sale of food service equipment.
9. The names and respective addresses of its directors and officers are:

Name	Office	Address
------	--------	---------

See Attached Schedule A

(continued on reverse)

Name

Office

Address

Name	Office	Address

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: June 8, 1987

SPECIALTY EQUIPMENT COMPANIES, INC.

(Corporation Name)

By William E. Dotterweich

Its President/Vice-President (please specify)

William E. Dotterweich

and Donald K. McKay

Its Secretary/Assistant Secretary (please specify)

Donald K. McKay

STATE OF ILLINOIS)

) ss:

COUNTY OF COOK)

I, Nancy Jean Gierloff, a notary public, do hereby certify that on

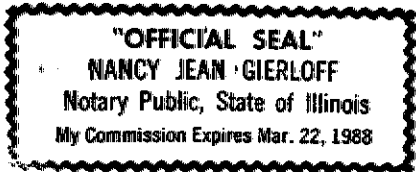
this 8th day of June, 19 87, personally appeared before

me William E. Dotterweich, who being by me first duly sworn, declared that (s)he

is the President of Specialty Equipment

Companies, Inc.

that (s)he signed the foregoing document as President of the corporation and that the statements therein contained are true.



Nancy Jean Gierloff
Notary Public

SCHEDULE A

Directors

Residence Addresses

Todd Goodwin	200 East 66th Street New York, New York 10021
William E. Dotterweich	1170 Hobson Mill Drive Naperville, Illinois 60540
Robert L. Erickson	13020 Broili Drive Reno, Nevada 89511
Edward W. Gibbons	c/o Gibbons, Green van Amerongen 600 Madison Avenue New York, New York 10022
Daniel B. Greenwood	1006 Elm Tree Road Lake Forest, Illinois 60045
James B. Knoll	P.O. Box 62 Rockton, Illinois 61072
William W. Robertson	c/o Beverage Air P.O. Box 5932 Spartanburg, South Carolina 29304
Samuel B. Casey, Jr.	1420 N. Lake Shore Drive Chicago, Illinois 60610

Officers

Daniel B. Greenwood Chairman of the Board	1006 Elm Tree Road Lake Forest, Illinois 60045
William E. Dotterweich President	1170 Hobson Mill Drive Naperville, Illinois 60540
Donald K. McKay Secretary & Treasurer	682 Cavalcade Circle Naperville, Illinois 60540
Kim DeKruyff Assistant Secretary	1753C Plymouth Court Wheaton, Illinois 60187

SCHEDULE A

Directors

Residence Addresses

Todd Goodwin	200 East 66th Street New York, New York 10021
William E. Dotterweich	1170 Hobson Mill Drive Naperville, Illinois 60540
Robert L. Erickson	13020 Broili Drive Reno, Nevada 89511
Edward W. Gibbons	c/o Gibbons, Green van Amerongen 600 Madison Avenue New York, New York 10022
Daniel B. Greenwood	1006 Elm Tree Road Lake Forest, Illinois 60045
James B. Knoll	P.O. Box 62 Rockton, Illinois 61072
William W. Robertson	c/o Beverage Air P.O. Box 5932 Spartanburg, South Carolina 29304
Samuel B. Casey, Jr.	1420 N. Lake Shore Drive Chicago, Illinois 60610

Officers

Daniel B. Greenwood Chairman of the Board	1006 Elm Tree Road Lake Forest, Illinois 60045
William E. Dotterweich President	1170 Hobson Mill Drive Naperville, Illinois 60540
Donald K. McKay Secretary & Treasurer	682 Cavalcade Circle Naperville, Illinois 60540
Kim DeKruyff Assistant Secretary	1753C Plymouth Court Wheaton, Illinois 60187

State of Delaware

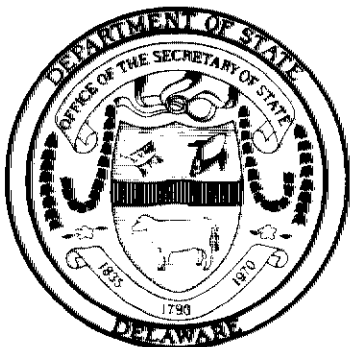


RECEIVED
SEC. OF STATE

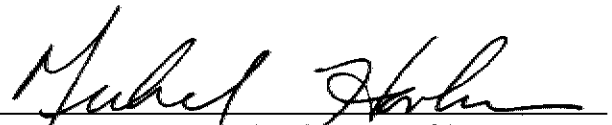
'87 JUN 15 AM 9 06

Office of Secretary of State

I, MICHAEL HARKINS, SECRETARY OF STATE OF THE STATE OF DELAWARE DO
HEREBY CERTIFY SPECIALTY EQUIPMENT COMPANIES, INC. (Incorporated 11-28-84)
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 DATE SHOWN BELOW.



687155003


Michael Harkins, Secretary of State

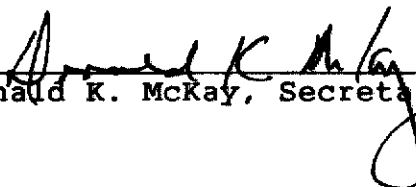
AUTHENTICATION: 1261537

DATE: June 4, 1987

I, Donald K. McKay, Secretary of Specialty Equipment Companies, Inc., a corporation duly organized under the laws of the State of Delaware, do hereby certify that the following is a true and correct copy of resolutions of the Board of Directors of said corporation, adopted by unanimous written consent on the 8th of June, 1987:

"RESOLVED, that, inasmuch as this corporation desires to transact business in the State of Minnesota, and inasmuch as the Board of Directors has been advised that the name of this corporation is not available for corporate use in the State of Idaho, this corporation adopts the fictitious name Specialty Food Service Equipment Companies, Inc. for use in transacting business in the State of Idaho; and

FURTHER RESOLVED, that the officers of the corporation be and hereby are authorized and directed to cause any and all required documents to be prepared, executed, and filed so that this corporation may obtain a Certificate of Authority and to cause this corporation to use the said fictitious name in the transaction of business in the State of Idaho.


Donald K. McKay, Secretary