

State of Idaho

Department of State

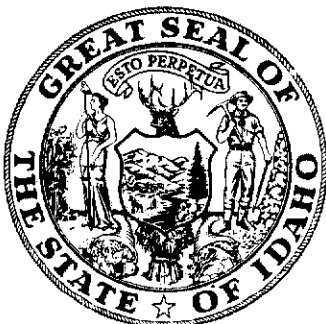
CERTIFICATE OF AUTHORITY OF

JOHNSON CONTROLS WORLD SERVICES INC.
File number C 121879

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of JOHNSON CONTROLS WORLD SERVICES 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 JOHNSON CONTROLS WORLD SERVICES INC. to transact business in this State under the name JOHNSON CONTROLS WORLD SERVICES INC. and attach hereto a duplicate original of the Application for such Certificate.

Dated: December 12, 1997



Pete T. Cenarrusa
SECRETARY OF STATE

By

L. D. [Signature]

APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

To the Secretary of State of Idaho

The undersigned Corporation applies for a Certificate of Authority and states as follows:

DEC 3 10 57 AM '97

- The name of the corporation is Johnson Controls World Services Inc.
- The name which it shall use in Idaho is _____
- It is incorporated under the laws of Florida
- Its date of incorporation is 6/25/74
- The address of its principal office is 7315 N. Atlantic Ave., Cape Canaveral, Florida 32920
- The address to which correspondence should be addressed, if different than item 5, is _____
- The street address of its registered office in Idaho is 300 North 6th Street, Boise, Idaho 83701, and its registered agent in Idaho at that address is C T Corporation System
- The names and respective business addresses of its directors and officers are:

Name	Office	Address
See attached list of directors and officers		

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SECRETARY OF STATE
STATE OF IDAHO

Dated: November 26, 1997

Johnson Controls World Services Inc.

(Corporation name)

By _____

John P. Kennedy

Its _____
Assistant Secretary
(specify capacity of signer)

Customer Acct #:

IDAHO SECRETARY OF STATE

(If using pre-paid account)

1. Secretary of State used only: 00
CR: 107073509 CT: 21069 BH: 60269

1 @ 100.00 = 100.00 AUTH PRO
1 @ 20.00 = 20.00 EXPEDITE C

9 loop/Forms/CA2 pm6 Revised 4/97

Item 8 - Directors and Officers
Johnson Controls World Services Inc.

DIRECTORS:

John P Kennedy Director
Primary : 5757 North Green Bay Avenue
Address : P.O. Box 591
Milwaukee, WI 53201-0591

James H Keyes Director
Primary : 5757 North Green Bay Avenue
Address : P.O. Box 0591
Milwaukee, WI 53201-0591

Joseph W Lewis Director
Primary : 507 East Michigan Street
Address : Milwaukee, WI 53202

Stephen A Roell Director
Primary : 5757 North Green Bay Avenue
Address : P.O. Box 591
Milwaukee, WI 53201-0591

OFFICERS:

Joseph W Lewis Chairman
Primary : 507 East Michigan Street
Address : Milwaukee, WI 53202

CEO
Primary : 507 East Michigan Street
Address : Milwaukee, WI 53202

Stephen A Roell Treasurer
Primary : 5757 North Green Bay Avenue
Address : P.O. Box 591
Milwaukee, WI 53201-0591

Sebastian James Calanni Vice President
Primary : 7315 N. Atlantic Ave.
Address : Cape Canaveral, FL 32920

James H Keyes Vice President
Primary : 5757 North Green Bay Avenue
Address : P.O. Box 0591
Milwaukee, WI 53201-0591

John P Kennedy Assistant Secretary
Primary : 5757 North Green Bay Avenue
Address : P.O. Box 591
Milwaukee, WI 53201-0591

Robert McKinley Carter Secretary
Primary : 7315 N. Atlantic Ave.
Address : Cape Canaveral, FL 32920-3792

Philip W Engle Assistant Secretary
Primary : 41 Perimeter Center East
Address : Suite 200
Atlanta, GA 30346

Mark C. Filteau Vice President
Primary : 7315 N. Atlantic Ave.
Address : Cape Canaveral, FL 32920-3792

Michael J Geisler Vice President
Primary : 7315 N. Atlantic Ave.
Address : Cape Canaveral, FL 32920-3792

R L Johnson Vice President
Primary : 7315 N. Atlantic Ave.
Address : Cape Canaveral, FL 32920-3792

Harold E Lockwood Vice President

Primary : 7315 N. Atlantic Ave.
Address : Cape Canaveral, FL 32920-3792

Jerome D Okarma Vice President
Primary : 507 E. Michigan St.
Address : P.O. Box 755
Milwaukee, WI 53201-0755

Primary : 507 E. Michigan St. Assistant Secretary
Address : P.O. Box 755
Milwaukee, WI 53201-0755

Dale David Tyler Vice President
Primary : 7315 N. Atlantic Ave.
Address : Cape Canaveral, FL 32920-3792

State of Florida



Department of State

I certify from the records of this office that JOHNSON CONTROLS WORLD SERVICES INC., is a corporation organized under the laws of the State of Florida, filed on June 25, 1974.

The document number of this corporation is 455281.

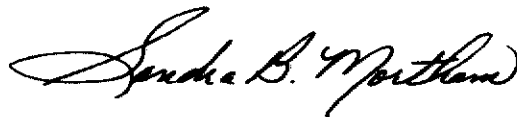
I further certify that said corporation has paid all fees and penalties due this office through December 31, 1997, that its most recent annual report was filed on April 21, 1997, and its status is active.

I further certify that said corporation has not filed Articles of Dissolution.

Given under my hand and the
Great Seal of the State of Florida
at Tallahassee, the Capitol, this the
Second day of December, 1997



CR2EO22 (2-95)

A handwritten signature in cursive script, reading "Sandra B. Northam".

Sandra B. Northam
Secretary of State

5757 N. Green Bay Avenue
Post Office Box 591
Milwaukee, WI 53201-0591
Tel. 414/228 1200

JOHNSON
CONTROLS

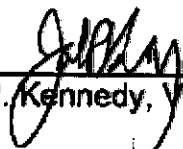
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SECRETARY OF STATE
STATE OF IDAHO

CONSENT BY JOHNSON CONTROLS, INC.
TO USE OF CORPORATE NAME

Johnson Controls, Inc. hereby consents to the use of the name "Johnson Controls" by its wholly-owned subsidiary, Johnson Controls World Services Inc. (JCWSI), in order to facilitate qualification by JCWSI to do business in the State of Idaho.

Dated this 8th day of December, 1997.



John P. Kennedy, Vice President