



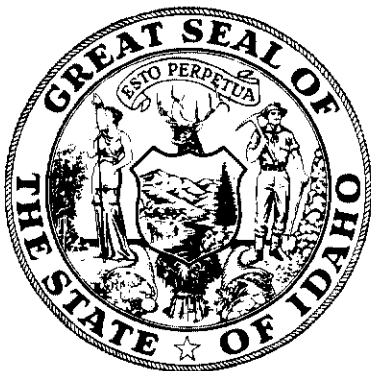
CERTIFICATE OF AUTHORITY
OF

DOMETIC HOLDINGS, INC.

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

Dated December 8, 1986



SECRETARY OF STATE

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:

1. The name of the corporation is DOMETIC HOLDINGS, INC.

2. The name which it shall use in Idaho is DOMETIC HOLDINGS, 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 February 18, 1986 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 The Corporation Trust Company
1209 Orange Street, Wilmington, Delaware 19801

6. The address to which correspondence should be addressed, if different from that in item 5.

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:
Manufacture and sale of household appliances and industrial equipment and
to engage in any lawful act or activity.

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

Name	Office	Address
	"SEE ATTACHMENT"	

(continued on reverse)

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: December 4, 1986

DOMETIC HOLDINGS, INC.

(Corporation Name)

By Lawrence W. Kenney

Its President/ Vice President (please specify)

Lawrence W. Kenney, Exec. V. Pres.

and Stanley R. Miller

Its Secretary/ Assistant Secretary (please specify)

Stanley R. Miller, Asst. Secy.

STATE OF OHIO)

COUNTY OF CUYAHOGA) ss:

I, _____, a notary public, do hereby certify that on this 4th day of December, 19 86, personally appeared before me Lawrence W. Kenney, who being by me first duly sworn, declared that (s)he is the Executive V. Pres. of DOMETIC HOLDINGS, INC.

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

Joseph F. Sweeny
JOSEPH F. SWEENY
Notary Public, State of Ohio, Cuya. Cty.
My Commission Expires Oct. 9, 1987

Notary Public

WHITE CONSOLIDATED INDUSTRIES, INC.

DIRECTORS

Donald C. Blasius	300 Phillippi Road, Columbus, Ohio 43228
Gösta Bystedt	Luxbacken 1, Lilla Essingen, S105 45, Stockholm, Sweden
Lennart Ribohn	Luxbacken 1, Lilla Essingen, S105 45, Stockholm, Sweden
Anders Scharp	Luxbacken 1, Lilla Essingen, S105 45, Stockholm, Sweden
Peter Wallenberg	Skandinaviska Enskilda, Banken, S106 40, Stockholm, Sweden
Hans Werthén	Luxbacken 1, Lilla Essingen, S105 45, Stockholm, Sweden

OFFICERS

Anders Scharp	Chairman of the Board, President & Chief Executive Officer	Luxbacken 1, Lilla Essingen, S105 45, Stockholm, Sweden
---------------	--	---

Donald C. Blasius	Senior Executive Vice President - Home Products	300 Phillippi Road, Columbus, Ohio 43228
John B. Schulze	Senior Executive Vice President - Industrial Products	11770 Berea Road, Cleveland, Ohio 44111
Lawrence W. Kenney	Executive Vice President & Chief Financial Officer	11770 Berea Road, Cleveland, Ohio 44111
E. J. Nagele	Senior Vice President - Human Resources	11770 Berea Road, Cleveland, Ohio 44111
Daniel R. Elliott, Jr.	Senior Vice President, General Counsel and Secretary	11770 Berea Road, Cleveland, Ohio 44111
Daniel J. Scurci	Vice President - Pensions and Risk Management	11770 Berea Road, Cleveland, Ohio 44111
James M. Ringler	Vice President	300 Phillippi Road, Columbus, Ohio 43228
E. L. Coveney	Vice President	300 Phillippi Road, Columbus, Ohio 43228
Joseph L. McGowan	Vice President	11770 Berea Road, Cleveland, Ohio 44111
Steven F. Lawhun	Vice President and Treasurer	11770 Berea Road, Cleveland, Ohio 44111
Russell F. McQuate	Vice President - Accounting and Assistant Treasurer	11770 Berea Road, Cleveland, Ohio 44111
Frederick H. Hallett	Vice President - Industry and Government Relations	1317 F. St. N.W., Washington, DC 22004
Robert Gross	Vice President - Internal Audit	11770 Berea Road, Cleveland, Ohio 44111
Mark W. Russell	Vice President - Taxes	11770 Berea Road, Cleveland, Ohio 44111
William G. E. Jacobs	Assistant Secretary	11770 Berea Road, Cleveland, Ohio 44111
Stanley R. Miller	Assistant Secretary	11770 Berea Road, Cleveland, Ohio 44111
Harry L. Klug	Assistant Treasurer	300 Phillippi Road, Columbus, Ohio 43228
Richard D. Rinehart	Assistant Secretary	300 Phillippi Road, Columbus, Ohio 43228
Kenneth V. Sullivan	Assistant Treasurer	11770 Berea Road, Cleveland, Ohio 44111

State of Delaware

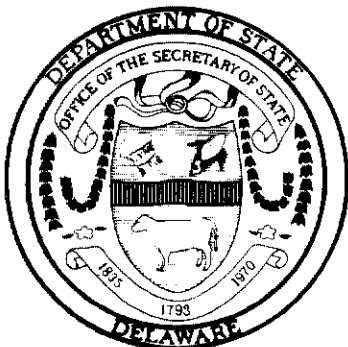


85 DEC 8 10 09 AM '86
RECEIVED
SECRETARY OF STATE

Office of Secretary of State

I, MICHAEL HARKINS, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY DOMETIC HOLDINGS, INC. 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.

! ! ! ! ! ! ! ! ! !



726330122

Michael Harkins
Michael Harkins, Secretary of State

AUTHENTICATION: !1020883

DATE: 11/26/1986