

46715

State of Idaho

Department of State

CERTIFICATE OF AUTHORITY OF

KOMATSU AMERICA CORP.

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

Dated: November 12, 1991



Pete T. Cenarrusa

SECRETARY OF STATE

Sheryl Bellis

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:

NOV 17 10 17 AM '84
SECRETARY OF STATE

1. The name of the corporation is KOMATSU AMERICA CORP.

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 Georgia

4. The date of its incorporation is March 2, 1987 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 4275 Shackelford Rd., Norcross, GA 30093

6. The address to which correspondence should be addressed, if different from that in item 5. 4275 Shackelford Rd., Norcross, GA 30093

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: See Attached Rider

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

Name	Office	Address
See Attached Rider		

(continued on reverse)

PURPOSE CLAUSE

OF

KOMATSU AMERICA CORP.

To engage in any lawful act or activity for which corporations may be organized under the Corporation Code, including, but not limited to purchasing, importing, selling (at wholesale and retail), financing, designing, manufacturing and exporting all types of construction equipment, machine tools, material handling machinery, metal fabrication equipment, farm machinery and equipment, components and parts pertaining thereto, and marketing, sales promotion and after-sale servicing of such equipment, and market research and public relations with respect thereto;

To do each and every thing necessary, suitable, or proper for the accomplishment of any of the purposes enumerated, or which shall at any time appear conducive to or expedient for the protection or benefit of the Corporation.

EXHIBIT II

DIRECTORS AND OFFICERS

KOMATSU AMERICA CORP.

OFFICE	NAME & RESIDENCE	TERM EXPIRES
President & Director	Satoru Anzaki 1-10-37 Kami-Imaizumi Ebina-City, Kanagawa, Japan 243-04	May 31, 1992
Executive Vice President, Secretary & Director	Toshitaka Hagiwara 6-70 Shin-Matsudo Matsudo-City, Chiba, Japan 270	May 31, 1992
Executive Vice President, Director, Treasurer & Asst. Secretary	Hideo Futonaka 3108 Calibre Creek Parkway Rosewell, Georgia 30076	May 31, 1992
Assistant Secretary	Masahiro Kobayashi 3940 Blackburn Way Duluth, Georgia 30136	May 31, 1992

As of 05/31/91

Secretary of State
Business Services and Regulation
Suite 315, West Tower
2 Martin Luther King Jr. Dr.
Atlanta, Georgia 30334-1530

CERTIFICATE DATE : 11/06/91
TRANSACTION NUMBER : 91310482(485)
EXAMINER : JANICE JACKSON
TELEPHONE : 404-656-2784
CONTROL NUMBER : 8707619
INCORP/AUTH/FILED : 03/02/87
JURISDICTION : GEORGIA 10 10 AM '91

SECRETARY OF STATE

REQUESTED BY:

C T CORPORATION SYSTEM
MARY E. RING
2 PEACHTREE STREET, N.W.
ATLANTA, GA 30383

CERTIFICATE OF EXISTENCE

I, **MAX CLELAND**, Secretary of State of the State of Georgia, do hereby certify under the seal of my office that:

"KOMATSU AMERICA CORP."
a domestic profit corporation

was formed in the jurisdiction set forth above, and filed its formation documents or application for certificate of authority in the office of the Secretary of State and was incorporated, formed or authorized to transact business on the above date. Said entity is in compliance with the applicable filing and annual registration provisions of the Georgia laws relating to corporations or limited partnerships (Title 14 of the Official Code of Georgia Annotated) and has not filed Articles of Dissolution or a Certificate of Cancellation or Withdrawal with the Secretary of State. This certificate is issued under the authority of O.C.G.A. §14-2-128 and 14-2-130, 14-3-6 and 14-3-31 or 14-9-1102 and shall be taken and received in all courts, public offices and official bodies as prima-facie evidence of the existence or nonexistence of the facts stated herein.

Max Cleland

FORM C1 (JULY 1989)

MAX CLELAND
SECRETARY OF STATE



Verley J. Spivey

VERLEY J. SPIVEY
DEPUTY SECRETARY OF STATE

SECURITIES
656-2894

CEMETERIES
656-3079

CORPORATIONS
656-2817

CORPORATIONS HOT-LINE
404-656-2222
Outside Metro-Atlanta