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SECRETARY OF STATE

# State of DELAWARE

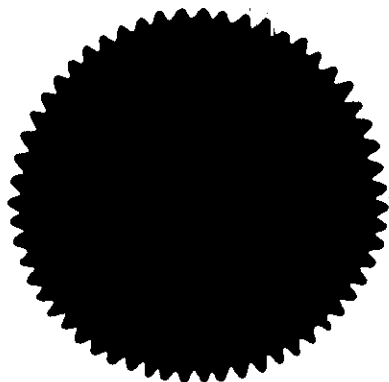
Office of SECRETARY OF STATE

*I, Michael Harkins, Secretary of State of the State of Delaware,*  
*do hereby certify* that the Certificate of Ownership of "WHIRLPOOL CORPORATION",  
a corporation organized and existing under the laws of the State of Delaware, merging  
"KITCHENAID INC.", a corporation organized and existing under the laws of the State of  
Delaware, pursuant to Section 253 of the General Corporation Law of the State of  
Delaware, was received and filed in this office the nineteenth day of December, A.D.  
1989, at 8:30 o'clock A.M.

And I do hereby further certify that the aforesaid Corporation shall be governed  
by the laws of the State of Delaware.

And I do hereby further certify that upon filing of the aforesaid Certificate of  
Ownership, the corporate existence of "KITCHENAID INC.", terminated.

In Testimony Whereof, *I have hereunto set my hand*  
*and official seal at Dover this* <sup>fifteenth</sup> *day*  
<sup>June</sup> *of* *in the year of our Lord*  
*one thousand nine hundred and* <sup>ninety.</sup>



*Michael Harkins*  
Michael Harkins, Secretary of State