

# State of Idaho

Office of the Secretary of State

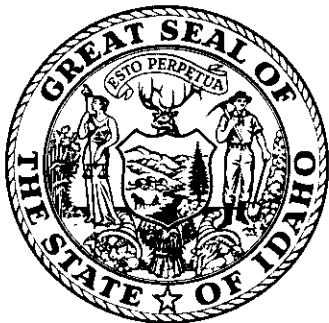
**CERTIFICATE OF AUTHORITY  
OF  
PROGRESSIVE AUTOMOTIVE SYSTEMS, INC.**

File Number C 151048

I, BEN YSURSA, Secretary of State of the State of Idaho, hereby certify that an Application for Certificate of Authority, duly executed pursuant to the provisions of the Idaho Business Corporation Act, has been received in this office and is found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to transact business in this State and attach hereto a duplicate of the application for such certificate.

Dated: 30 September 2003



*Ben Yursa*

SECRETARY OF STATE

By

*[Signature]*



# APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

03 SEP 30 AM 11:45

SECRETARY OF STATE  
STATE OF IDAHO

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

- The name of the corporation is:  
Progressive Automotive Systems, Inc.
- The name which it shall use in Idaho is: \_\_\_\_\_
- It is incorporated under the laws of: Delaware
- Its date of incorporation is: 12/29/2000
- The address of its principal office is:  
1300 Arlington Heights Road, Itasca, IL 60143
- The address to which correspondence should be addressed, if different from item 5, is:  
\_\_\_\_\_
- The street address of its registered office in Idaho is: c/o C T Corporation System, 300 North 6th Street, Boise, ID 83702  
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: **SEE ATTACHMENT**

Name	Office	Address
<u>Alan D. Feldman</u>	<u>CEO &amp; President/Director</u>	<u>1300 Arlington Heights Road, Itasca, IL 60143</u>
<u>William M. Guzik</u>	<u>Senior Vice President &amp; CFO</u>	<u>1300 Arlington Heights Road, Itasca, IL 60143</u>
<u>Steven D. Shaneyfelt</u>	<u>Senior Vice President &amp; Gen</u>	<u>1300 Arlington Heights Road, Itasca, IL 60143</u>
<u>Alvin K. Marr</u>	<u>Vice President &amp; Secretary/I</u>	<u>1300 Arlington Heights Road, Itasca, IL 60143</u>
<u>David W. Matre</u>	<u>Vice President &amp; Treasurer</u>	<u>1300 Arlington Heights Road, Itasca, IL 60143</u>
<u>James M. Haeger, Jr.</u>	<u>Vice President &amp; Controller</u>	<u>1300 Arlington Heights Road, Itasca, IL 60143</u>

Dated: 9/23/2003

Signature: [Signature]

Typed Name: David W. Matre

Capacity: Vice President

Customer Acct # :

(if using pre-paid account)

Secretary of State use only

IDAHO SECRETARY OF STATE  
09/30/2003 05:00  
CK: 98283 CT: 20160 BH: 704231  
1 @ 20.00 = 20.00 EXPEDITE C # 2

IDAHO SECRETARY OF STATE  
09/30/2003 05:00  
CK: 710123033 CT: 21069 BH: 704231  
1 @ 100.00 = 100.00 AUTH PRO # 2

C 151048

## Attachment to Idaho

**Officers & Directors**

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1. Full Name: Harry D. Oliver  
Officer/Director: Officer  
Officer's Title: Assistant Treasurer  
Business Address: 1300 Arlington Heights Road  
City: Itasca  
State: IL  
ZIP Code: 60143
  
2. Full Name: Audrey Z. Waltenburg  
Officer/Director: Officer  
Officer's Title: Assistant Secretary  
Business Address: 1300 Arlington Heights Road  
City: Itasca  
State: IL  
ZIP Code: 60143
  
3. Full Name: Kerilyn M. Johnson  
Officer/Director: Officer  
Officer's Title: Assistant Secretary  
Business Address: 1300 Arlington Heights Road  
City: Itasca  
State: IL  
ZIP Code: 60143
  
4. Full Name: Frederick W. Dow, Jr.  
Officer/Director: Officer  
Officer's Title: Senior Vice President & Chief  
Marketing Officer  
Business Address: 1300 Arlington Heights Road  
City: Itasca  
State: IL  
ZIP Code: 60143
  
5. Full Name: David C. Perrin  
Officer/Director: Officer  
Officer's Title: Vice President, MIS

Business Address:  
City:  
State:  
ZIP Code:

1300 Arlington Heights Road  
Itasca  
IL  
60143

6. Full Name:  
Officer/Director:  
Officer's Title:  
Business Address:  
City:  
State:  
ZIP Code:

Michael K. Kunstman  
Officer  
Assistant Controller  
1300 Arlington Heights Road  
Itasca  
IL  
60143

# Delaware

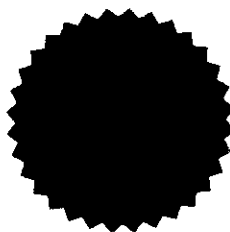
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*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "PROGRESSIVE AUTOMOTIVE SYSTEMS, 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 NINETEENTH DAY OF SEPTEMBER, A.D. 2003.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

3338565 8300

AUTHENTICATION: 2641746

030602999

DATE: 09-19-03