

State of Idaho

Department of State

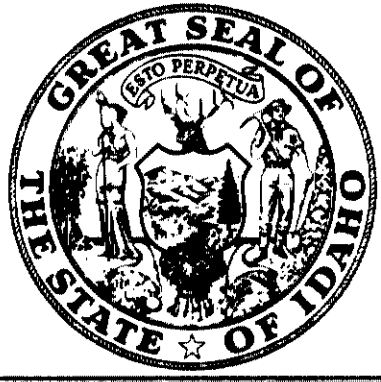
CERTIFICATE OF REGISTRATION OF

KDC FINANCIAL LIMITED PARTNERSHIP

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of **KDC FINANCIAL LIMITED PARTNERSHIP** _____ for Registration in this State, duly signed and verified pursuant to the provisions of the Idaho Limited Partnership 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 Registration to **KDC FINANCIAL LIMITED PARTNERSHIP** _____ to transact business in this State under the name **KDC FINANCIAL LIMITED PARTNERSHIP** _____ and attach hereto a duplicate original of the Application for Registration.

Dated **November 8, 1991**



Pete T. Cenarrusa

SECRETARY OF STATE

by: *[Signature]*

**APPLICATION FOR REGISTRATION OF
FOREIGN LIMITED PARTNERSHIP**

221586
Nov 8 9 07 AM '91
SECRETARY OF STATE

To the Secretary of State of the State of Idaho:

Pursuant to the provisions of Chapter 2, Title 53, Idaho Code, the undersigned Limited Partnership hereby applies for registration to transact business in your State, and for that purpose submits the following statement:

1. The name of the limited partnership is KDC FINANCIAL LIMITED PARTNERSHIP
2. The name which it shall use in Idaho is KDC FINANCIAL LIMITED PARTNERSHIP
3. It is organized under the laws of Delaware
4. The date of its formation is October 31, 1991
5. The address of its registered or principal office in the state or country under the laws of which it is organized is 1209 Orange Street, Wilmington, Delaware 19801
6. The name and street address of its proposed registered agent in Idaho are C T CORPORATION SYSTEM, 300 North 6th Street, Boise, Idaho 83701
7. The general character of the business it proposes to transact in Idaho is:
To finance the purchase of Komatsu Dresser Company, construction
and mining equipment and related activities.
8. The names and addresses of all general partners as well as the names and addresses of those limited partners whose contribution is equal to a greater than 5% of the total contribution of all partners.

Name	General or Limited	Address
<u>DRESSER FINANCE CORPORATION</u>	<u>General & Limited</u>	<u>1600 Pacific</u> <u>Dallas, TX 75201</u>
<u>KOMATSU AMERICA CORP.</u>	<u>General & Limited</u>	<u>4275 Shackelford Rd., Ste. 150</u> <u>Norcross, GA 30093</u>
<u>KDC FINANCIAL CORP.</u>	<u>General</u>	<u>3201 N. Wolf Rd.</u> <u>Franklin Park, IL 60131</u>
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

(continued on reverse)

8. (Continued)

Name	General or Limited	Address
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

9. This Application is accompanied by a certificate certifying to the lawful existence of the limited partnership issued by the proper officer of the jurisdiction in which the certificate of limited partnership is filed or recorded.

Dated November 1, 19 91.

DRESSER FINANCE CORPORATION

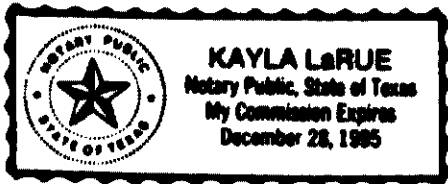
By 

Kenneth C. Rueckert, Vice President
A General Partner

STATE OF TEXAS)
) ss:
COUNTY OF DALLAS)

I, Kayla R. LaRue, a notary public, do hereby certify that on this
1st day of November, 19 91, personally appeared
DRESSER FINANCE CORPORATION, General Partner
before me _____, who being by me first duly sworn,
declared that he is a general partner of KDC FINANCIAL LIMITED PARTNERSHIP

that he signed the foregoing document as a general partner of the limited partnership and that the statements therein contained are true.




Notary Public

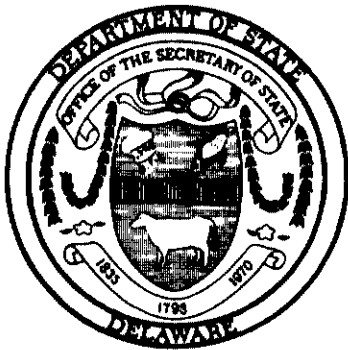


Nov 8 9 07 AM '91
SECRETARY OF STATE

Office of Secretary of State

I, MICHAEL HARKINS, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY KDC FINANCIAL LIMITED PARTNERSHIP IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE DATE SHOWN BELOW.

* * * * *



731305029

Michael Harkins
Michael Harkins, Secretary of State

AUTHENTICATION: *3222534

DATE: 11/01/1991

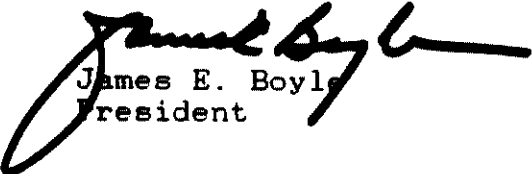
KDC FINANCIAL
CORP

October 30, 1991

TO WHOM IT MAY CONCERN:

This is to advise that KDC Financial Corp. is a General Partner in the Limited Partnership of KDC Financial Limited Partnership and we hereby authorize KDC Financial Limited Partnership the right to use the name KDC Financial in any and all states in the connection with the conduct of its business.

Very truly yours.


James E. Boyle
President

3201 N. Wolf Road • Franklin Park, Illinois 60131
(708) 451-3500 Fax (708) 451-3570