

# State of Idaho

## Department of State

### CERTIFICATE OF AUTHORITY OF

CRANE CO.

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

Dated **June 17, 1985**



*Pete T. Cenarrusa*

SECRETARY OF STATE

*Myra J. Clark*

Corporation Clerk

## APPLICATION FOR CERTIFICATE OF AUTHORITY

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 Crane Co.
2. \*The name which it shall use in Idaho is Crane Co.
3. It is incorporated under the laws of Delaware
4. The date of its incorporation is 4/3/85 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 c/o Corporation Trust Company, 1209 Orange Street, Wilmington, DE 19801
6. The address to which correspondence should be addressed, if different from that in item 5 757 Third Avenue, New York, NY 10017
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:  
To engage in any act or activity for which a corporation may be organized under the General Corporation Law of Idaho including but not limited to general manufacturing.

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

Name	Office	Address
See attached Exhibit A.		

10. The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, and shares without par value, is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are Without Par Value
40,000,000	common	\$6.25

(continued on reverse)

11. The aggregate number of its issued shares, itemized by classes, par value of shares, and shares without par value, is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are Without Par Value
9,175,713	common	\$6.25

12. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.

13. This Application is accompanied by a certificate of corporate existence or status, issued by the proper officer of the state or country of incorporation. (The certificate should not be over 90 days old)

Dated May 31, 19 85

Crane Co.

By

R. K. Whitley Its Vice President Finance  
and P. R. Hundt

P. R. Hundt Its Secretary

STATE OF New York )  
 ) ss:  
COUNTY OF New York )

I, Agnes G. Knott, a notary public, do hereby certify that on  
this 31<sup>st</sup> day of May, 19 85, personally appeared before  
me R. K. Whitley, who being by me first duly sworn, declared that he  
is the Vice President-Finance of Crane Co.

that he signed the foregoing document as Vice President - Finance of the corporation and that the statements therein contained are true.

Agnes G. Knott  
Notary Public

\*Pursuant to section 30-1-108(b)(1), Idaho Code, if the corporation assumes a name other than its true name, this application must be accompanied by a resolution of the Board of Directors to that effect.

AGNES G. KNOTT  
Notary Public, State of New York  
No. 31-4313491  
Qualified in New York County  
Commission Expires March 30, 1987

EXHIBIT A

EIGHTH: The names and respective addresses of its directors and officers are:

<u>Name</u>	<u>Title</u>	<u>Address</u>
W. J. P. Curley	Class I Director	757 Third Avenue New York, NY 10017
R. S. Forte'	Class I Director	757 Third Avenue New York, NY 10017
A. A. Seeligson, Jr.	Class I Director	757 Third Avenue New York, NY 10017
E. T. Bigelow	Class II Director	757 Third Avenue New York, NY 10017
L. P. Cook	Class II Director	757 Third Avenue New York, NY 10017
D. R. Gardner	Class II Director	757 Third Avenue New York, NY 10017
R. S. Evans	Class III Director/ Chairman of the Board/ Chief Executive Officer	757 Third Avenue New York, NY 10017
D. C. Fabiani	Class III Director	757 Third Avenue New York, NY 10017
R. W. Lear	Class III Director	757 Third Avenue New York, NY 10017
D. C. Minton	Class III Director	757 Third Avenue New York, NY 10017
E. F. Phelps	President/Chief Operating Officer	757 Third Avenue New York, NY 10017
J. M. Fraser	Executive Vice President	757 Third Avenue New York, NY 10017
R. R. J. Baker	Vice President - Valves & Fittings	757 Third Avenue New York, NY 10017

EXHIBIT A (Cont'd)

<u>Name</u>	<u>Title</u>	<u>Address</u>
S. F. W. Ball	Vice President - Corporate Development	757 Third Avenue New York, NY 10017
B. J. Barnes	Vice President - Hydro-Aire Division	757 Third Avenue New York, NY 10017
W. R. T. Crolius	Vice President - Government Relations	757 Third Avenue New York, NY 10017
W. C. Dackis	Vice President/ Assistant to President	757 Third Avenue New York, NY 10017
G. E. Dorsey	Treasurer	757 Third Avenue New York, NY 10017
T. C. Fish	Vice President - Mergers & Acquisitions	757 Third Avenue New York, NY 10017
R. R. Foster	Vice President - Crane Supply Company	757 Third Avenue New York, NY 10017
P. R. Hundt	Vice President/ Secretary/General Counsel	757 Third Avenue New York, NY 10017
M. L. Raithel	Controller	757 Third Avenue New York, NY 10017
K. F. Webel	Vice President	757 Third Avenue New York, NY 10017
R. K. Whitley	Vice President - Finance/Chief Financial Officer	757 Third Avenue New York, NY 10017
J. D. Wilson	Vice President Human Relations	757 Third Avenue New York, NY 10017



# State of DELAWARE



Office of SECRETARY OF STATE

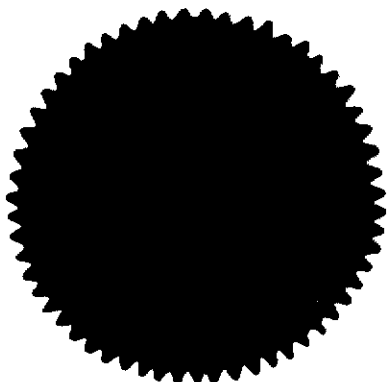
*I, Michael Harkins, Secretary of State of the State of Delaware,*  
*do hereby certify* that the Certificate of Incorporation of the "Crane Delaware Co.",  
was received and filed in this office the third day of April, A.D. 1985, at 1 o'clock  
P.M.

And I do hereby further certify that the said "Crane Delaware Co.", filed a  
Certificate of Merger, changing its corporate title to "Crane Co.", on the fourteenth  
day of May, A.D. 1985, at 11:16 o'clock A.M.

And I do hereby further certify that the aforesaid Certificates are the only  
Certificates on record of the aforesaid Corporation.

And I do hereby further certify that the aforesaid Corporation is duly  
incorporated under the laws of the State of Delaware and is in good standing and  
has a legal corporate existence not having been cancelled or dissolved so far as  
the records of this office show and is duly authorized to transact business.

In Testimony Whereof, *I have hereunto set my hand*  
*and official seal at Dover this* third *day*  
*of* June *in the year of our Lord*  
*one thousand nine hundred and* eighty-five.



*Michael Harkins*  
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Michael Harkins, Secretary of State