



DATE	DOCUMENT ID	DESCRIPTION	FILING	EXPED	PENALTY	CERT	COPY
01/13/2010	201001200781	MERGER/FOREIGN (FMR)	125.00	.00	.00	.00	.00

Receipt

This is not a bill. Please do not remit payment.

CT CORPORATION SYSTEM
4400 EASTON COMMONS WAY, SUITE 125
JADE HINES
COLUMBUS, OH 43219

STATE OF OHIO CERTIFICATE

Ohio Secretary of State, Jennifer Brunner**1290502**

It is hereby certified that the Secretary of State of Ohio has custody of the business records for

BENDIX COMMERCIAL VEHICLE SYSTEMS LLC

and, that said business records show the filing and recording of:

Document(s):

MERGER/FOREIGN

Document No(s):

201001200781

United States of America
State of Ohio
Office of the Secretary of State

Witness my hand and the seal of the
Secretary of State at Columbus, Ohio
this 6th day of January, A.D. 2010.

Ohio Secretary of State

Delaware

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The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE CERTIFICATE OF MERGER, WHICH MERGES:

"HASSE & WREDE NORTH AMERICA, INC.", A DELAWARE CORPORATION, WITH AND INTO "BENDIX COMMERCIAL VEHICLE SYSTEMS LLC" UNDER THE NAME OF "BENDIX COMMERCIAL VEHICLE SYSTEMS LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, WAS RECEIVED AND FILED IN THIS OFFICE THE ELEVENTH DAY OF DECEMBER, A.D. 2009, AT 1:01 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID LIMITED LIABILITY COMPANY SHALL BE GOVERNED BY THE LAWS OF THE STATE OF DELAWARE.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2009, AT 11:59 O'CLOCK P.M.

2009-12-06 PM 3:43
SECRETARY OF STATE
CORP. SERVICE CENTER

3464189 8330

100011201

You may verify this certificate online
at corp.delaware.gov/authver.shtml



Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 7739346

DATE: 01-05-10