

Filing and License Fee: \$310.00 minimum

ID Number: _____



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Corporations Division
148 W. River Street
Providence, Rhode Island 02904-2615

BUSINESS CORPORATION

APPLICATION FOR CERTIFICATE OF AUTHORITY

Pursuant to the provisions of Section 7-1.2-1405 of the General Laws of Rhode Island, 1956, as amended, the undersigned foreign corporation hereby applies for a Certificate of Authority to transact business in the State of Rhode Island, and for that purpose submits the following statement:

1. The name of the corporation is Winnebago Industries, Inc.

2. It is incorporated under the laws of Iowa

3. The name, if different, which it elects to use in Rhode Island is:
(a) *If the name of the corporation in its jurisdiction of incorporation does not contain the word "corporation," "company," "incorporated," or "limited," or an abbreviation thereof, then list the name of the corporation with the addition of one of the above corporate endings for use in Rhode Island:*

(b) *If the corporate name is not available in Rhode Island, then set forth below the fictitious name under which the corporation will qualify and transact business in Rhode Island as stated in the "Fictitious Business Name Statement" to be filed with this application:*

4. The date of its incorporation is 2/12/1958 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 _____
605 West Crystal Lake Road, Forest City, Iowa 50436

6. The address of its proposed registered office in Rhode Island is CT Corporation Systems
10 Weybosset Street (Street Address, not P.O. Box)

Providence, RI 02903 and the name of its proposed registered agent in Rhode Island at
(City/Town) (Zip Code)
that address is See attached.
(Name of Agent)

7. The purpose or purposes which it proposes to pursue in the transaction of business in Rhode Island are:
Sale of motor homes through its authorized dealers in the State of Rhode Island

8. (a) The names and respective addresses of its directors (optional unless directors are required under the laws of the state or country of which it is incorporated).

	<u>Name</u>	<u>Address</u>
Director	<u>See list of directors attached</u>	<u>MA</u>
Director	_____	_____
Director	_____	_____
Director	_____	_____

By 075798
11:20

RECEIVED
SECRETARY OF STATE
CORPORATIONS DIV
DEC 12 AM 11:20

CT HAS MOVED – NEW ADDRESS:

CT CORPORATION SYSTEM
155 SOUTH MAIN STREET, SUITE 301
PROVIDENCE, RI 02903

(b) The names and respective addresses of its principal officers (mandatory if directors are not required under the laws of the state or country of which it is incorporated).

	<u>Name</u>	<u>Address</u>
President	See list of officers attached	
Vice President	_____	_____
Treasurer	_____	_____
Secretary	_____	_____

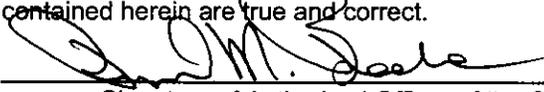
9. The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value or Statement that Shares are without Par Value</u>
60,000,000	Common		\$.50
10,000,000	Preferred		\$.01

10. (a) An estimate of the value of all property to be owned by the corporation for the following year, wherever located, is \$ 40,000,000.
- (b) An estimate of the value of the corporation's property to be located within Rhode Island during the following year is \$ 0.
- (c) An estimate, expressed as a percentage, of the proportion that the estimated value of the property of the corporation to be located within this state during the following year bears to the value of all property of the corporation to be owned during the following year, wherever located, is 0%. [divide (b) by (a) and multiply by 100 to obtain the percentage].
11. (a) An estimate of the gross amount of business to be transacted by the corporation during the following year is \$ 254,000,000.
- (b) An estimate of the gross amount of business to be transacted by the corporation at or from places of business in Rhode Island during the following year is \$ 1,700,000.
- (c) An estimate, expressed as a percentage, of the proportion that the gross amount of business to be transacted by the corporation at or from places of business in this state during the following year bears to the gross amount thereof which will be transacted by the corporation during the following year is .67% [divide (b) by (a) and multiply by 100 to obtain the percentage].
12. This application is accompanied by a certificate of Good Standing issued by the proper officer of the state or country under the laws of which it is incorporated.
13. This Application for Certificate of Authority shall be effective upon filing unless a specified date is provided which shall be no later than the 90th day after the date of this filing _____.

Under penalty of perjury, I declare and affirm that I have examined this Application for Certificate of Authority, including any accompanying attachments, and that all statements contained herein are true and correct.

Date: 12/8/2008



 Signature of Authorized Officer of the Corporation
 Raymond M. Beebe
 VP-General Counsel & Secretary

 Type or Print Name of Authorized Officer

WINNEBAGO INDUSTRIES, INC.
DIRECTORS

Joseph W. England
1105 24th Avenue
Moline, IL 61265-4721

Lawrence A. Erickson
4065 Eagle Ridge Drive
Cedar Rapids, IA 52411

Jerry N. Currie
1712 N. Carolina Avenue
Mason City, IA 50401

John V. Hanson
6400 SE Inlet Way
Stuart, FL 34996-1923

Robert J. Olson
36778 Holtan Lane
Forest City, IA 50436

Gerald C. Kitch
144 Marlborough Road
Asheville, NC 28804

Irvin E. Aal
18364 N. Diamond Drive
Surprise, AZ 85374

Robert Chiusano
2054 Blue Heron Drive
Springville, IA 52336-9696

WINNEBAGO INDUSTRIES, INC.

OFFICERS

<u>NAME</u>	<u>OFFICE</u>	<u>HOME ADDRESS</u>
Bruce D. Hertzke	Chairman of the Board and Chief Executive Officer	3368 Sage Drive Forest City, IA 50436
Robert J. Olson	President	36778 Holtan Lane Forest City, IA 50436
Raymond M. Beebe	Vice President-General Counsel & Secretary	3315 Sage Avenue Forest City, IA 50436
Robert L. Gossett	Vice President-Administration	2713 Campus Lane Albert Lea, MN 56007
Donald L. Heidemann	Treasurer	101 Fair Meadows Lane Forest City, IA 50436
Brian J. Hrubes	Controller	106 Fairview Drive Forest City, IA 50436
Roger W. Martin	Vice President - Sales & Marketing	107 Dellwood Drive Forest City, IA 50436
Sarah N. Nielsen	Vice President and Chief Financial Officer	31 Lido Road Clear Lake, IA 50428
Bill J. O'Leary	Vice President-Product Development	765 11 th Street Place Garner, IA 50438
Randy J. Potts	Vice President - Manufacturing	905 Spring Valley Raod Forest City, IA 50436

IOWA

Date: 12/03/2008

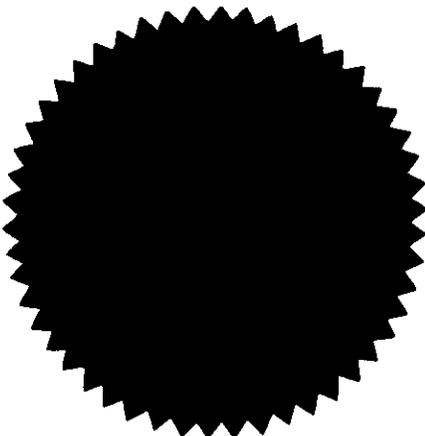
SECRETARY OF STATE

490 DP-000044181
WINNEBAGO INDUSTRIES, INC.
ATTN: RAYMOND M. BEEBE
PO BOX 152
FOREST CITY, IA 50436

CERTIFICATE OF EXISTENCE

Name: WINNEBAGO INDUSTRIES, INC.
Date of Incorporation: 02/12/1958
Duration: PERPETUAL

I, MICHAEL A. MAURO, Secretary of State of the State of Iowa, custodian of the records of incorporations, certify that the corporation named on this certificate is in existence and was duly incorporated under the laws of Iowa on the date printed above, that all fees required by the Iowa Business Corporation Act have been paid by the corporation, that the most recent biennial corporate report has been filed by the Secretary of State, and that articles of dissolution have not been filed.



Michael A. Mauro

MICHAEL A. MAURO SECRETARY OF STATE





State of Rhode Island and Providence Plantations

A. Ralph Mollis

Secretary of State

STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

I, A. RALPH MOLLIS, Secretary of State of the State of Rhode Island
and Providence Plantations, hereby certify that this document, duly
executed in accordance with the provisions of Title 7 of the General Laws
of Rhode Island, as amended, has been filed in this office on this day:

A handwritten signature in black ink that reads "A. Ralph Mollis".

A. RALPH MOLLIS

Secretary of State

