

Filing Fee: \$150.00
License Fee: \$15.00 minimum (§7-1.1-124)

ID Number: 119033



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS
Office of the Secretary of State
Corporations Division
100 North Main Street
Providence, Rhode Island 02903-1335

BUSINESS CORPORATION

**APPLICATION FOR CERTIFICATE OF AUTHORITY
(To Be Filed In Duplicate Original)**

Pursuant to the provisions of Section 7-1.1-103 of the General Laws, 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 EnerSys Inc.

2. It is incorporated under the laws of Delaware

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 April 22, 1998 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 1013 Centreville Road, Wilmington, Delaware 19805

6. The address of its proposed registered office in Rhode Island is 170 Westminster Street, Suite 900
(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 Corporation Service Company
(Name of Agent)

7. The specific purpose or purposes which it proposes to pursue in the transaction of business in Rhode Island are:

See attached Exhibit A. To engage in any act or activity for which corporations may be organized
(A) To engage primarily in specific business of importing, exporting, distributing & selling batteries & related products. See attached.

8. The names and respective addresses of the directors and officers are:

Name	Address
Director	<u>See attached directors/officers rider</u>
Director	_____
President	_____
Vice President	_____
Treasurer	_____
Secretary	_____

FILED
JUN 21 2001
By [Signature] 26597

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

Number of Shares	Class	Series	Par Value or Statement that Shares are without Par Value
1,000	Common	N/A	\$1.00

10 The aggregate number of its issued shares, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

Number of Shares	Class	Series	Par Value or Statement that Shares are without Par Value
1,000	Common	N/A	\$1.00

11. (a) An estimate of the value of all property to be owned by the corporation for the following year, wherever located, is \$ 200,711,091

(b) An estimate of the value of the corporation's property to be located within Rhode Island during the following year is \$ 1,476

(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 .0007 % [divide (b) by (a) and multiply by 100 to obtain the percentage].

12 (a) An estimate of the gross amount of business to be transacted by the corporation during the following year is \$ 431,774,936

(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 \$ 2,096,478

(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 .4855 % [divide (b) by (a) and multiply by 100 to obtain the percentage].

13 This application is accompanied by certified copies of its articles of incorporation and all amendments thereto, duly authenticated by the secretary of state or other authorized officer of the jurisdiction of its incorporation.

Date: March 21, 2001

EnerSys, Inc.

Print Exact Name of Corporation Making Application

By [Signature]

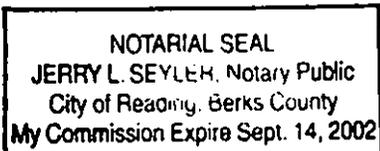
President or Vice President (check one)

By [Signature] AND

Secretary or Assistant Secretary (check one)

STATE OF Pennsylvania
COUNTY OF Berks

In Reading Penna, on this 21 day of March, 2001, personally appeared before me Richard W. Zuidema who, being by me first duly sworn, declared that he/she is the Secretary of the corporation and that he/she signed the foregoing document as such officer of the corporation, and that the statements herein contained are true.



[Signature]
Notary Public
My Commission Expires Sept 14, 2002

STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

EXHIBIT A

ENERSYS INC.

The purpose of the Corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Delaware including, without limitation the generality of the foregoing,

- (a) to engage primarily in the specific business of importing, exporting, distributing and selling batteries and related products in the United States of America;
- (b) to engage generally in the business of importing and exporting, buying, manufacturing, distributing, selling, installing, and otherwise dealing in and with real and personal property of every kind;
- (c) to engage in any business related to or unrelated to those described in clauses (a) and (b) of this Exhibit and from time to time authorized or approved by the Board of Directors of this corporation;
- (d) to act as partner or joint venturer or in any other legal capacity in any transaction;
- (e) to do business anywhere in the worlds; and
- (f) to have and exercise all rights and powers from time to time granted to a corporation by law.

The above purposes clauses shall not be limited by reference to or interference from one another, but each purpose clause shall be construed as a separate statement conferring independent purposes and powers upon the Corporation.

RECORDED
INDEXED
10/11/01 10:01 AM

ENERSYS INC. f/k/a Yuasa, Inc. DIRECTORS (Effective April 1, 1998)		
Name	Phone/SS#	Address
John D. Craig	Phone: 610-796-4938 SS# 364-58-2451	6 Rick Road Shillington, PA 19607
Eric Fry	Phone: 212-762-7042 SS# 189-60-2505	100 West 80 th Street Apt. 8F New York, NY 10014
Howard I. Hoffen	Phone: 201-541-7277 SS# 360-66-6833	164 Maple Street Englewood, NJ 07631
Charles K. McManus	Phone: 610-827-5002 SS# 170-36-6286	2155 Art School Road Chester Springs, PA 19425
Michael T. Phillion	Phone: 610-286-6563 SS# 147-38-4848	529 Briarwood Drive Elverson, PA 19520
Richard W. Zuidema	Phone: 610-208-1803 SS# 069-40-5952	P.O. Box 13515 Reading, PA 19612

Revised 01/25/01 – J.L. Seyler

ENERSYS INC.
f/k/a Yuasa, Inc.

CORPORATE OFFICERS
(Effective 4/22/1998)

Office	Name	Phone/SS#	Address
President & Chief Executive Officer	John D. Craig	Phone: 610-796-4938 SS# 364-58-2451	6 Rick Road Shillington, PA 19607
Executive V.P., Chief Financial Officer & Assistant Secretary	Michael T. Phillion	Phone: 610-286-6563 SS# 147-38-4848	529 Briarwood Drive Elverson, PA 19520
Executive V. P., Chief Administrative Officer & Secretary	Richard W. Zuidema	Phone: 610-208-1803 SS# 069-40-5952	PO Box 13515 Reading PA 19612
Executive Vice President	Charles K. McManus	Phone: 610-827-5002 SS# 170-36-6286	2155 Art School Road Chester Springs, PA 19425
Executive Vice President	John A. Shea	Phone: 610-375-4024 SS# 551-57-3350	1016 Hilltop Court Leesport, PA 19533
Assistant Secretary	Howard I. Hoffen	Phone: 201-541-7277 SS# 360-66-6833	164 Maple Street Englewood, NJ 07631
Assistant Secretary	Eric T. Fry	Phone: 212-762-7042 SS# 189-60-2505	100 West 80 th Street Apt. 8F New York, NY 10014
Controller	Raymond J. Grzybowski	Phone: 610-933-7971 SS# 171-44-3934	436 St. Ann's Circle Phoenixville, PA 19460
Assistant Controller	Terry A. Myers	Phone: 610-916-8824 SS# 164-40-8059	261 Faith Drive Mohrsville, PA 19541
Treasurer and Assistant Secretary	Michael G. Hastings	Phone: 610-208-1761 SS# 006-42-6654 Weekend: Phone: 732-457-0302	814 Woodward Dr. Reading, PA 19601 2718 Spencer Street Piscataway, NJ 08854

Revised 1/25/01 - J. L. Seyler

State of Delaware
Office of the Secretary of State

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I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED ARE TRUE AND CORRECT COPIES OF ALL DOCUMENTS ON FILE OF "ENERSYS INC." AS RECEIVED AND FILED IN THIS OFFICE.

THE FOLLOWING DOCUMENTS HAVE BEEN CERTIFIED:

CERTIFICATE OF INCORPORATION, FILED THE TWENTY-SECOND DAY OF APRIL, A.D. 1998, AT 9 O'CLOCK A.M.

CERTIFICATE OF MERGER, FILED THE TWENTY-EIGHTH DAY OF APRIL, A.D. 1998, AT 9 O'CLOCK A.M.

CERTIFICATE OF OWNERSHIP, FILED THE TWENTY-THIRD DAY OF MARCH, A.D. 2000, AT 9 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE THIRTY-FIRST DAY OF MARCH, A.D. 2000.

CERTIFICATE OF OWNERSHIP, FILED THE EIGHTH DAY OF NOVEMBER, A.D. 2000, AT 9:21 O'CLOCK A.M.

CERTIFICATE OF AMENDMENT, CHANGING ITS NAME FROM "YUASA, INC." TO "ENERSYS INC.", FILED THE TWENTY-EIGHTH DAY OF DECEMBER, A.D. 2000, AT 9 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID

RECEIVED
SECRETARY OF STATE
CORPORATION DIV.
JUN 21 1 35 PM '01



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 1198163

010294474

DATE: 06-19-01

State of Delaware
Office of the Secretary of State

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CERTIFICATES ARE THE ONLY CERTIFICATES ON RECORD OF THE
AFORESAID CORPORATION.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State