

Filing fee: \$50.00  
License fee: \$15.00 minimum  
(Section 7-11-124)

APPLICATION FOR  
CERTIFICATE OF AUTHORITY  
OF

WINDMOELLER & HOELSCHER CORPORATION

To the Secretary of State  
of the State of Rhode Island

Pursuant to the provisions of Section 7-1.1-103 of the General Laws, 1956, as amended, the undersigned 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:

FIRST: The name of the corporation is WINDMOELLER & HOELSCHER CORPORATION

SECOND: The name which it elects to use in Rhode Island is

WINDMOELLER & HOELSCHER CORPORATION

(If the name of the corporation does not contain the word "corporation," "company," "incorporated," or "limited," or an abbreviation of one of such words, insert the name of the corporation with the word or abbreviation which it elects to add thereto for use in Rhode Island;)

THIRD: It is incorporated under the laws of DELAWARE

FOURTH: The date of its incorporation is and the period of its duration is perpetual

FIFTH: The address of its principal office in the state or country under the laws of which it is incorporated is 100 West Tenth Street, Wilmington, Delaware

SIXTH: The address of its proposed registered office in Rhode Island is 111 Westminster Street, Providence, R. I. 02903 and the name of its proposed registered agent in Rhode Island at that address is C T CORPORATION SYSTEM

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

to sell, service and manufacture printing, extrusion and converting equipment for the paper and plastics industry.

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

<u>Name</u>	<u>Office</u>	<u>Address</u>
Dr. Max Gennerich	Director	c/o Windmoeller & Hoelscher 4540 Lengerich
Adelheid Windmoeller	Director	
Walter Steinbeck	Director	
Siegfried Wagner	Director	Federal Republic of Germany
James K. Feeney	Director	9 Elm Street, Barrington, R.I. 02806
James K. Feeney	President	9 Elm Street, Barrington, R.I. 02806
Heinz P. John	Vice President	185 Rumstick Road, Barrington, R.I. 02806
Heinz W. Claus	Vice President	57 Rockridge Road, Lincoln, R.I. 02865
Axel P. Seyler	Secretary	20 Exchange Place, New York, NY 10005
Heinz P. John	Treasurer	185 Rumstick Road, Barrington, R.I. 02806

NINTH: 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 per Share or Statement that Shares are without Par Value</u>
500,000	common	---	\$1

TENTH: 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:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value per Share or Statement that Shares are without Par Value</u>
100,000	common	---	\$1

ELEVENTH: The amount of its stated capital as defined by §7-1.1-2 of the General Laws, 1956, as amended, is \$ 100,000

TWELFTH: An estimate of the value of all property to be owned by it for the following year, wherever located, is \$ 75,000

THIRTEENTH: An estimate of the value of its property to be located within Rhode Island during such year is \$ 75,000

FOURTEENTH: An estimate of the gross amount of business to be transacted by it during such year is \$ 8,000,000

FIFTEENTH: An estimate of the gross amount of business to be transacted by it at or from places of business in Rhode Island during such year is \$ 8,000,000

SIXTEENTH: This Application is accompanied by a copy of its articles of incorporation and all amendments thereto, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated November , 19 77

WINDMOELLER & HOELSCHER CORPORATION

[Exact Corporate Name of Corporation Making Application]

By *James K. Feeney*  
Its President  
and *Regina E. (Acuna)*  
Its Asst. Secretary

STATE OF Rhode Island }  
COUNTY OF Providence } Sc.

At East Providence in said County on the 30th day  
of November 1977, before me personally appeared  
James K. Feeney, who being by me first duly sworn, declared that  
he is the President of Windmoeller & Hoelscher Corporation,  
that he signed the foregoing document as such President of the  
corporation, and that the statements therein contained are true.

*Peter D. Hitten*  
Notary Public

(NOTARIAL SEAL)

My commission expires June 30, 1981

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REC-1-775,000.00

DEC 1 - 1977

*Jan*

# WINDMOELLER & HOELSCHER CORPORATION

JAMES K. FEENEY  
PRESIDENT AND TREASURER

February 2, 1994

**State of Rhode Island  
and Providence Plantation  
100 North Main Street  
Providence, RI 02903-1335**

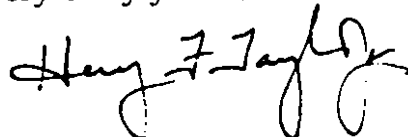
Ladies and Gentlemen:

We were just informed by CT Corporation Systems that the State of Rhode Island has revised its Annual Report Format.

Attached please find a completed, revised report. Also enclosed is the old format report which we filed on January 7, 1994 with the annual fee of \$ 50.00.

Please advise me if I can be of further assistance.

Very truly yours,



cc: Annual Report File

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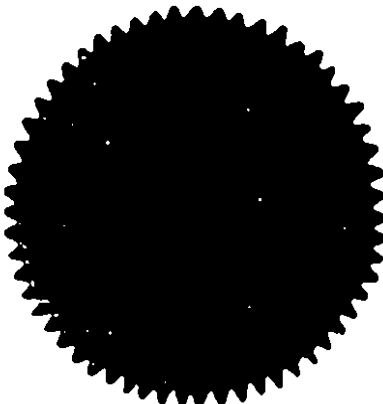


State  
of  
DELAWARE

Office of SECRETARY OF STATE

*I, Glenn C. Kenton Secretary of State of the State of Delaware,*  
*do hereby certify that the above and foregoing is a true and correct copy of*  
Certificate of Amendment of the "WINDMOELLER & HOELSCHER CORPORATION", as received  
and filed in this office the twenty-sixth day of July A.D. 1979, at 10 o'clock  
A.M.

In Testimony Whereof, I have hereunto set my hand  
and official seal at Dover this twenty-sixth day  
of July in the year of our Lord  
one thousand nine hundred and seventy-nine.



*Glenn C. Kenton*

Glenn C. Kenton, Secretary of State