

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

Corporate ID \_\_\_\_\_

**APPLICATION FOR  
CERTIFICATE OF AUTHORITY  
OF**

**MAGNETEK ELECTRIC, INC.**

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 **MAGNETEK ELECTRIC, INC.**

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

**MAGNETEK ELECTRIC, INC.**

(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 **Wisconsin**

FOURTH: The date of its incorporation is **January 21, 1970** 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 **400 S. Prairie Avenue, Waukesha, WI 53186**

SIXTH: The address of its proposed registered office in Rhode Island is **Suite 2A, 101 Dyer Street, Providence 02903** and the name of its proposed registered agent in Rhode Island at that address is **The Prentice-Hall Corporation System, Inc.**

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

To engage in any act or activity permitted by the laws of Wisconsin for which corporations may be organized under the Business Corporation Law of the State of Rhode Island, provided that the corporation is not to engage in any act or activity requiring the consent or approval of any state official, department, board, agency or other body without such consent or approval first being obtained.

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

<u>Name</u>	<u>Office</u>	<u>Address</u>
Frank Perna, Jr.	Sole Director	11150 Santa Monica Blvd., 15th Floor Los Angeles, CA 90025
	Director	
	Director	
Nicola Aversa	Senior Vice President	400 S. Prairie Ave., Waukesha, WI 53186
Frank Perna, Jr.	President	11150 Santa Monica Blvd., 15th Floor Los Angeles, CA 90025
David P. Beiland	Vice President	
Samuel A. Miley	Secretary	"
John C. Govaert	Treasurer	400 S. Prairie Ave., Waukesha, WI 53186
John P. Colling, Jr.	& Assistant Secretary Vice President	11150 Santa Monica Blvd., 15th Floor Los Angeles, CA 90025

**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>
1	Common		-0-

**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>
1	Common		-0-

**ELEVENTH:** An estimate of the value of all property to be owned by it for the following year, wherever located, is \$ 65 million

**TWELFTH:** An estimate of the value of its property to be located within Rhode Island during such year is \$ 2,000.00

**THIRTEENTH:** An estimate of the gross amount of business to be transacted by it during such year is \$ 100 million

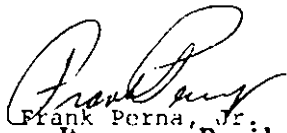
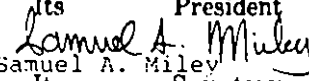
**FOURTEENTH:** An estimate of the gross amount of business to be transacted by it at or from places of business in Rhode Island during such year is \$ 500,000.00

**FIFTEENTH:** 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 JUNE 5, 1990

MAGNETEK ELECTRIC, INC.

[Exact Corporate Name of Corporation Making Application]

By   
Frank Perna, Jr.  
Its President  
and   
Samuel A. Miley  
Its Secretary

STATE OF California }  
COUNTY OF Los Angeles } Sc.

At Los Angeles in said County on the 5th day  
of June 1990, before me personally appeared  
Samuel A. Miley, who being by me first duly sworn, declared that  
he is the Secretary of Magnetek Electric, Inc.,  
that he signed the foregoing document as such Secretary of the  
corporation, and that the statements therein contained are true.

  
Kathy A. McLeod  
Notary Public

(NOTARIAL SEAL)



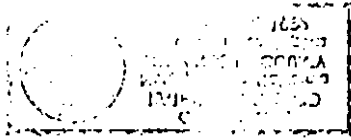
my commission expires:  
2/6/92

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RECEIVED  
SECRETARY OF STATE  
REGISTRATION DIV.

JUN 11 9 46 AM '90

Rec'd & Filed JUN 11 1990  
#1000 41398



# United States of America

STATE OF WISCONSIN

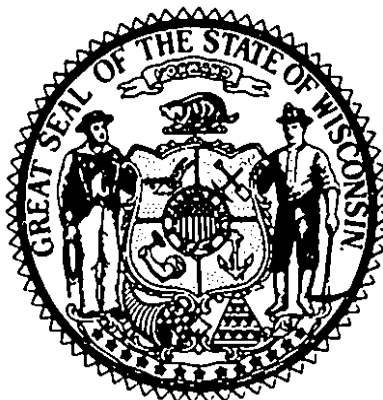
OFFICE OF THE  
SECRETARY OF STATE

SS.

To All to Whom These Presents Shall Come, Greeting:

I, DOUGLAS La FOLLETTE, Secretary of State of the State of Wisconsin and Keeper of the Great Seal thereof, do hereby certify that the annexed copy has been compared by me with the record on file in this Office and that the same is a true copy thereof, and of the whole of such record; and that I am the legal custodian of such record, and that this certification is in due form.

IN TESTIMONY WHEREOF, I have  
hereunto set my hand and affixed the Great  
Seal of the State.



*Douglas La Follette*  
DOUGLAS La FOLLETTE  
Secretary of State

BY: *Robert Kavis* DATE: JUN 07 1990

Corporation Division