

Filing and License Fee: \$310.00 minimum

ID Number: 140341



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS
Office of the Secretary of State Matthew A. Brown
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 Climax Portable Machine Tools, Inc. *ol*
- 2. It is incorporated under the laws of Oregon
- 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 June 9, 1966 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 2712 E. Second St. Newberg, OR 97132

6. The address of its proposed registered office in Rhode Island is 10 Weybosset St.
Providence, RI 02903 (Street Address, not P.O. Box)

(City/Town) (Zip Code) and the name of its proposed registered agent in Rhode Island at that address is C T Corporation System
(Name of Agent)

7. The specific purpose or purposes, which it proposes to pursue in the transaction of business in Rhode Island are:
sales/rentals of portable machine tools

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

	<u>Name</u>	<u>Address</u>
Director	<u>see attached</u>	
Director		
President		
Vice President		
Treasurer		
Secretary		

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By KMC
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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>
50,000	common		no par value

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:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value or Statement that Shares are without Par Value</u>

11. (a) An estimate of the value of all property to be owned by the corporation for the following year, wherever located, is \$ 7,000,000.

(b) An estimate of the value of the corporation's property to be located within Rhode Island during the following year is \$ 1,700.

(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 .024%. [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 \$ 14,500,000.

(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 \$ 50,000.

(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 .345% [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: 5/10/04

Climax Portable Machine Tools, Inc.
Print Exact Name of Corporation Making Application

By Geoffrey Gilmore, CEO
 President or Vice President (check one)

By AND see second signature page
 Secretary or Assistant Secretary (check one)

STATE OF Oregon
COUNTY OF Tamhill

In 10 day of May 2004, before me personally appeared Geoffrey Gilmore CEO who, being duly sworn, declared that he/she is the authorized agent, and that the statements herein contained are true.



Angie Winkel
Notary Public
My Commission Expires: 8/26/06

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
50,000	common		no par value

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

11. (a) An estimate of the value of all property to be owned by the corporation for the following year, wherever located, is \$ 7,000,000

(b) An estimate of the value of the corporation's property to be located within Rhode Island during the following year is \$ 1,700

(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 .024 % [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 \$ 14,500,000

(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 \$ 50,000

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Date: 5/10/04

Climax Portable Machine Tools, Inc.
Print Exact Name of Corporation Making Application

By SEE FIRST SIGNATURE PAGE

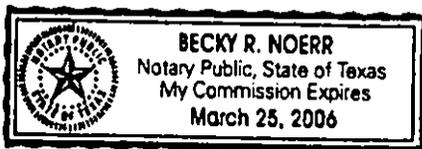
President or Vice President (check one)

By [Signature]

Secretary or Assistant Secretary (check one)

STATE OF Texas
COUNTY OF Gregoria

In Alvin, Texas, on this 13th day of May, 2004, before me personally appeared Joe H. Over who, being duly sworn, declared that he/she is the Secretary of the above-named entity and that he/she signed the foregoing document as such authorized agent, and that the statements herein contained are true.



Becky R. Noerr
Notary Public
My Commission Expires: 3/25/06

**Climax Portable Machine Tools, Inc.
Corporate Officers**

Officer's Name	Soc. Sec. No.	Title	Address
Geoffrey Gilmore	518-84-6375	President/CEO	2712 E. 2nd St., Newberg, OR 97132
David Jeske	573-13-4475	VP of Manufacturing & Engineering	2712 E. 2nd St., Newberg, OR 97132
Ted W. Owen	307-58-3323	Secretary	2712 E. 2nd St., Newberg, OR 97132

CERTIFICATE

State of Oregon

OFFICE OF THE SECRETARY OF STATE
Corporation Division

I, **BILL BRADBURY**, Secretary of State of Oregon, and Custodian of the Seal of said State, do hereby certify:

That the attached Document File for:

CLIMAX PORTABLE MACHINE TOOLS, INC.

is a true copy of the original documents
that have been filed with this office.

In Testimony Whereof, I have hereunto set
my hand and affixed hereto the Seal of the
State of Oregon.

BILL BRADBURY, Secretary of State



By

Debra L. Virag

Debra L. Virag

May 10, 2004