

Filing fee: \$35.00

**APPLICATION FOR
AMENDED CERTIFICATE OF AUTHORITY
OF
NAVISTAR INTERNATIONAL CORPORATION**

To the Secretary of State
of the State of Rhode Island

Pursuant to the provisions of Section 7-1.1-111 of the General Laws, 1956, as amended, the undersigned corporation hereby applies for an Amended Certificate of Authority to transact business in Rhode Island, and for that purpose submits the following statement:

FIRST: A Certificate of Authority was issued to the corporation by your office on January 24, , 19 66, authorizing it to transact business in Rhode Island under the name of NAVISTAR INTERNATIONAL CORPORATION

SECOND: The corporate name of the corporation has been changed to

NO CHANGE

(If no change, so indicate.)

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

NOT APPLICABLE

FOURTH: It desires to pursue in the transaction of business in Rhode Island other or additional purposes than those set forth in its prior Application for a Certificate of Authority, as follows: NO CHANGE

(If no other or additional purposes are proposed, insert "No change.")

FIFTH: Other amendments, if any, to Certificate of Authority previously issued: (See §§7-1.1-103, 7-1.1-109, 7-1.1-110, of the General Laws, 1956, as amended.) (If increase of authorized capital stock, state: Increase in authorized common, established \$1.00 per value for each shares of all classes of stock, reclassified Series C into new series E, F, G, D, H.

Number of Shares	Class	Series	Par Value per Share or Statement that Shares are without Par Value
325,000,000	Common	--	\$1.00 per value per share
160,960	Preferred	E	\$1.00 par value per share
4,800,000	Preferred	G	\$1.00 par value per share
39,100	Preferred	Undesignated	\$1.00 par value per share
3,000,000	Preference	D	\$1.00 par value per share
7,000,000	Preference	Undesignated	\$1.00 par value per share

(A): An estimate of the value of all property to be owned by it for the following year, wherever located, is \$ 1,920,000,000

(B): An estimate of the value of its property to be located within Rhode Island during such year is \$ 25,000

(C): An estimate of the gross amount of business to be transacted by it during such year is \$ 3,970,000,000

(D): 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 \$ - 0 -

Dated January 30, 1987

NAVISTAR INTERNATIONAL CORPORATION

By

Robert C. Lannert

Its Vice President

and

Gregory Lannert

Its Asst. Secretary

STATE OF ILLINOIS }
COUNTY OF COOK } Sc.

At Chicago, Illinois in said County on the 30th day
of January 19 87, before me personally appeared ROBERT C. LANNERT
, who being by me first duly sworn, declared that he is the
Vice President and Treasurer of NAVISTAR INTERNATIONAL CORPORATION,
that he signed the foregoing document as such Vice President and Treasurer
of the corporation, and that the statements therein contained are true.

Sean Baggett
Notary Public

(NOTARIAL SEAL)

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FEB 17 1987



Office of Secretary of State

I, MICHAEL HARKINS, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF NAVISTAR INTERNATIONAL CORPORATION FILED IN THIS OFFICE ON THE TWELFTH DAY OF DECEMBER, A.D. 1986, AT 11 O'CLOCK A.M.

! ! ! ! ! ! ! ! ! !



726357063

Michael Harkins

Michael Harkins, Secretary of State

AUTHENTICATION: :1058991

DATE: 12/23/1986