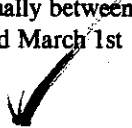


Filing Fee \$15.00

To be filed annually between
January 1st and March 1st

State of Rhode Island and Providence Plantations

CORPORATIONS DIVISION
270 WESTMINSTER MALL
PROVIDENCE, RHODE ISLAND 02903



Corporate ID 25136 Annual Report for the year 1985

FIRST: The name of the corporation is FRAM CORPORATION

SECOND: It is incorporated under the laws of DELAWARE

THIRD: Character of business, briefly stated, is MANUFACTURE OF
FILTRATION EQUIPMENT

FOURTH: If foreign corporation, address of its principal office 1209 ORANGE
STREET, WILMINGTON, DELAWARE 19801

FIFTH: Business address in Rhode Island 105 PANTUCKET AVENUE,
EAST PROVIDENCE, RHODE ISLAND 02916

SIXTH: Names and addresses of its directors and officers: (Attach rider if necessary)

Name Office Address (including number, street, zip code)

.....	Director
.....	Director
.....	Director	<u>SCHEDULE</u>
.....	President	<u>ATTACHED</u>
.....	Vice President
.....	Secretary
.....	Treasurer

SEVENTH: Number of Shares authorized:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
<u>100</u>	<u>COMMON</u>	<u>-</u>	<u>\$ 100.00</u>

EIGHTH: Number of Shares issued:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
<u>100</u>	<u>COMMON</u>	<u>-</u>	<u>\$ 100.00</u>

Dated Feb 21 19 85

RECEIVED MAK

1985

FRAM CORPORATION
(Name of Corporation)

By [Signature]

Title ASSISTANT SECRETARY

(Report must be signed by an officer)

FRAM CORPORATION

DIRECTORS

President.....T. C. Busch
Group Vice President and
Assistant Secretary.....P. J. Sincero
Vice President - Finance.....S. Semeyn
Vice President - Manufacturing
and Process Engineering.....R. C. Hallberg
3) Assistant Secretary.....R. W. Daley
2) Assistant Secretary.....W. N. Antonis
1) Assistant Secretary.....J. A. Hughes
1) Assistant Secretary - Tax Matters.....D. J. Prush

Addresses:

1) Columbia Road & Park Avenue
Morristown, New Jersey 07960

2) 401 N. Bendix Drive
P. O. Box 4001
South Bend, Indiana 46634

3) 20650 Civic Center Drive
Southfield, Michigan 48084

All Others:

105 Pawtucket Avenue
East Providence, Rhode Island
02916

January 1985