



Department of
Environmental
Conservation

BROWNFIELD CLEANUP PROGRAM (BCP) APPLICATION TO AMEND BROWNFIELD CLEANUP AGREEMENT AND AMENDMENT

PART I. BROWNFIELD CLEANUP AGREEMENT AMENDMENT APPLICATION

Check the appropriate box below based on the nature of the amendment modification requested:

☒ Amendment to [check one or more boxes below]

- ☐ Add
- ☐ Substitute
- ☐ Remove
- ☒ Change in Name

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applicant(s) to the existing Brownfield Cleanup Agreement [*Complete Section I-IV below and Part II*]

Does this proposed amendment involve a transfer of title to all or part of the brownfield site? ☐ Yes ☒ No

If yes, pursuant to 6 NYCRR Part 375-1.11(d), a Change of Use form should have been previously submitted. If not, please submit this form with this Amendment. See <http://www.dec.ny.gov/chemical/76250.html>

☐ Amendment to modify description of the property(ies) listed in the existing Brownfield Cleanup Agreement [*Complete Sections I and V below and Part II*]

☐ Amendment to Expand or Reduce property boundaries of the property(ies) listed in the existing Brownfield Cleanup Agreement [*Complete Section I and V below and Part II*]

☐ **Sites in Bronx, Kings, New York, Queens, or Richmond counties ONLY:** Amendment to request determination that the site is eligible for the tangible property credit component of the brownfield redevelopment tax credit. Please answer questions on the supplement at the end of the form.

☒ Other (explain in detail below)

Please provide a brief narrative on the nature of the amendment:

The Volunteer's name on the BCA is TRW Automotive U.S. LLC the name needs to be changed to ZF Active Safety and Electronics US LLC. This is a name change only and there are no corporate formalities with the name change and there are no other changes required to the current BCA. Attached as Exhibit A are documents related to the name change.

Please refer to the attached instructions for guidance on filling out this application

Section I. Existing Agreement Information		
BCP SITE NAME: Former TRW Union Springs Facility		BCP SITE NUMBER: C706019
NAME OF CURRENT APPLICANT(S): TRW Automotive U.S. LLC		
INDEX NUMBER OF EXISTING AGREEMENT: C706019-11		DATE OF EXISTING AGREEMENT: 12/16/20
Section II. New Requestor Information (if no change to Current Applicant, skip to Section V)		
NAME: ZF Active Safety and Electronics US LLC		
ADDRESS: 12025 Tech Center Drive		
CITY/TOWN Livonia, MI		ZIP CODE 48150
PHONE: 734 855-3195	FAX 734 855-3250	E-MAIL: Robert.Bleazard@ZF.com
Is the requestor authorized to conduct business in New York State (NYS)? <input type="checkbox"/> Yes <input type="checkbox"/> No		
<ul style="list-style-type: none"> If the requestor is a Corporation, LLC, LLP or other entity requiring authorization from the NYS Department of State to conduct business in NYS, the requestor's name must appear, exactly as given above, in the NYS Department of State's (DOS) Corporation & Business Entity Database. A print-out of entity information from the DOS database must be submitted to DEC with the application, to document that the applicant is authorized to do business in NYS. 		
NAME OF NEW REQUESTOR'S REPRESENTATIVE: Robert Bleazard		
ADDRESS: 12025 Tech Center Drive		
CITY/TOWN Livonia, MI		ZIP CODE 48150
PHONE 734 855-3195	FAX 734 855-3250	E-MAIL: Robert.Bleazard@ZF.com
NAME OF NEW REQUESTOR'S CONSULTANT (if applicable) ERM Consulting & Engineering, Inc		
ADDRESS 5784 Widewaters Parkway		
CITY/TOWN Dewitt, NY		ZIP CODE 13214
PHONE 315-233-3038	FAX 315-445-2543	E-MAIL Rob.Sents@erm.com
NAME OF NEW REQUESTOR'S ATTORNEY (if applicable) Craig A. Slater, Esq.		
ADDRESS 500 Seneca Street – Suite 504		
CITY/TOWN Buffalo, NY		ZIP CODE 14204
PHONE 716-845-6760	FAX 716-845-6764	E-MAIL: CSlater@CSlaterLaw.com
Requestor must submit proof that the party signing this Application and Amendment has the authority to bind the Requestor. This would be documentation from corporate organizational papers, which are updated, showing the authority to bind the corporation, or a Corporate Resolution showing the same, or an Operating Agreement or Resolution for an LLC. Is this proof attached? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
Describe Requestor's Relationship to Existing Applicant:		

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Section III. Current Property Owner/Operator Information (only include if new owner/operator or new existing owner/operator information is provided, and highlight new information)

OWNER'S NAME (if different from requestor)

ADDRESS

CITY/TOWN

ZIP CODE

PHONE

FAX

E-MAIL

OPERATOR'S NAME (if different from requestor or owner)

ADDRESS

CITY/TOWN

ZIP CODE

PHONE

FAX

E-MAIL

Section IV. Eligibility Information for New Requestor (Please refer to ECL § 27-1407 for more detail)

If answering "yes" to any of the following questions, please provide an explanation as an attachment.

1. Are any enforcement actions pending against the requestor regarding this site? ☐ Yes ☐ No
2. Is the requestor presently subject to an existing order for the investigation, removal or remediation relating to contamination at the site? ☐ Yes ☐ No
3. Is the requestor subject to an outstanding claim by the Spill Fund for this site? ☐ Yes ☐ No
Any questions regarding whether a party is subject to a spill claim should be discussed with the Spill Fund Administrator.
4. Has the requestor been determined in an administrative, civil or criminal proceeding to be in violation of i) any provision of the subject law; ii) any order or determination; iii) any regulation implementing ECL Article 27 Title 14; or iv) any similar statute, regulation of the state or federal government? If so, provide an explanation on a separate attachment. ☐ Yes ☐ No
5. Has the requestor previously been denied entry to the BCP? If so, include information relative to the application, such as name, address, Department assigned site number, the reason for denial, and other relevant information. ☐ Yes ☐ No
6. Has the requestor been found in a civil proceeding to have committed a negligent or intentionally tortious act involving the handling, storing, treating, disposing or transporting of contaminants? ☐ Yes ☐ No
7. Has the requestor been convicted of a criminal offense i) involving the handling, storing, treating, disposing or transporting of contaminants; or ii) that involves a violent felony, fraud, bribery, perjury, theft, or offense against public administration (as that term is used in Article 195 of the Penal Law) under federal law or the laws of any state? ☐ Yes ☐ No
8. Has the requestor knowingly falsified statements or concealed material facts in any matter within the jurisdiction of the Department, or submitted a false statement or made use of or made a false statement in connection with any document or application submitted to the Department? ☐ Yes ☐ No
9. Is the requestor an individual or entity of the type set forth in ECL 27-1407.9(f) that committed an act or failed to act, and such act or failure to act could be the basis for denial of a BCP application? ☐ Yes ☐ No
10. Was the requestor's participation in any remedial program under DEC's oversight terminated by DEC or by a court for failure to substantially comply with an agreement or order? ☐ Yes ☐ No
11. Are there any unregistered bulk storage tanks on-site which require registration? ☐ Yes ☐ No

THE NEW REQUESTOR MUST CERTIFY THAT IT IS EITHER A PARTICIPANT OR VOLUNTEER IN ACCORDANCE WITH ECL §27-1405 (1) BY CHECKING ONE OF THE BOXES BELOW:

☐ PARTICIPANT

A requestor who either 1) was the owner of the site at the time of the disposal of contamination or 2) is otherwise a person responsible for the contamination, unless the liability arises solely as a result of ownership, operation of, or involvement with the site subsequent to the disposal of contamination.

☐ VOLUNTEER

A requestor other than a participant, including a requestor whose liability arises solely as a result of ownership, operation of or involvement with the site subsequent to the disposal of hazardous waste or discharge of petroleum.

NOTE: By checking this box, a requestor whose liability arises solely as a result of ownership, operation of or involvement with the site certifies that he/she has exercised appropriate care with respect to the hazardous waste found at the facility by taking reasonable steps to: i) stop any continuing discharge; ii) prevent any threatened future release; iii) prevent or limit human, environmental, or natural resource exposure to any previously released hazardous waste.

If a requestor whose liability arises solely as a result of ownership, operation of or involvement with the site, submit a statement describing why you should be considered a volunteer – be specific as to the appropriate care taken.

Requestor's Relationship to Property (check one):

☒ Prior Owner ☐ Current Owner ☐ Potential /Future Purchaser ☐ Other _____

If requestor is not the current site owner, **proof of site access sufficient to complete the remediation must be submitted.** Proof must show that the requestor will have access to the property before signing the BCA and throughout the BCP project, including the ability to place an easement on the site Is this proof attached? ☐ Yes ☐ No

Note: a purchase contract does not suffice as proof of access.

Section V. Property description and description of changes/additions/reductions (if applicable)

ADDRESS

CITY/TOWN

ZIP CODE

TAX BLOCK AND LOT (TBL) (in existing agreement)

Parcel Address	Parcel No.	Section No.	Block No.	Lot No.	Acreage

Check appropriate boxes below:

☐

Changes to metes and bounds description or TBL correction

☐

Addition of property (may require additional citizen participation depending on the nature of the expansion – see attached instructions)

Approximate acreage added: _____

ADDITIONAL PARCELS:

Parcel Address	Parcel No.	Section No.	Block No.	Lot No.	Acreage

☐

Reduction of property

Approximate acreage removed: _____

PARCELS REMOVED:

Parcel Address	Parcel No.	Section No.	Block No.	Lot No.	Acreage

If requesting to modify a metes and bounds description or requesting changes to the boundaries of a site, please attach a revised metes and bounds description, survey, or acceptable site map to this application.

Supplement to the Application To Amend Brownfield Cleanup Agreement And Amendment - Questions for Sites Seeking Tangible Property Credits in New York City ONLY.

Property is in Bronx, Kings, New York, Queens, or Richmond counties.	<input type="checkbox"/> Yes <input type="checkbox"/> No
Requestor seeks a determination that the site is eligible for the tangible property credit component of the brownfield redevelopment tax credit.	<input type="checkbox"/> Yes <input type="checkbox"/> No
Please answer questions below and provide documentation necessary to support answers.	
1. Is at least 50% of the site area located within an environmental zone pursuant to Tax Law 21(6)? Please see DEC's website for more information.	<input type="checkbox"/> Yes <input type="checkbox"/> No
2. Is the property upside down as defined below?	<input type="checkbox"/> Yes <input type="checkbox"/> No
<p>From ECL 27-1405(31):</p> <p>"Upside down" shall mean a property where the projected and incurred cost of the investigation and remediation which is protective for the anticipated use of the property equals or exceeds seventy-five percent of its independent appraised value, as of the date of submission of the application for participation in the brownfield cleanup program, developed under the hypothetical condition that the property is not contaminated.</p>	
3. Is the project an affordable housing project as defined below?	<input type="checkbox"/> Yes <input type="checkbox"/> No
<p>From 6 NYCRR 375- 3.2(a) as of August 12, 2016:</p> <p>(a) "Affordable housing project" means, for purposes of this part, title fourteen of article twenty seven of the environmental conservation law and section twenty-one of the tax law only, a project that is developed for residential use or mixed residential use that must include affordable residential rental units and/or affordable home ownership units.</p> <p>(1) Affordable residential rental projects under this subdivision must be subject to a federal, state, or local government housing agency's affordable housing program, or a local government's regulatory agreement or legally binding restriction, which defines (i) a percentage of the residential rental units in the affordable housing project to be dedicated to (ii) tenants at a defined maximum percentage of the area median income based on the occupants' households annual gross income.</p> <p>(2) Affordable home ownership projects under this subdivision must be subject to a federal, state, or local government housing agency's affordable housing program, or a local government's regulatory agreement or legally binding restriction, which sets affordable units aside for home owners at a defined maximum percentage of the area median income.</p> <p>(3) "Area median income" means, for purposes of this subdivision, the area median income for the primary metropolitan statistical area, or for the county if located outside a metropolitan statistical area, as determined by the United States department of housing and urban development, or its successor, for a family of four, as adjusted for family size.</p>	

PART II. BROWNFIELD CLEANUP PROGRAM AMENDMENT

Existing Agreement Information	
BCP SITE NAME: Former TRW Union Springs Facility	BCP SITE NUMBER: C706019
NAME OF CURRENT APPLICANT(S): TRW Automotive U.S. LLC	
INDEX NUMBER OF EXISTING AGREEMENT: C706019-11-15	
EFFECTIVE DATE OF EXISTING AGREEMENT: January 16, 2016	

Declaration of Amendment:

By the Requestor(s) and/or Applicant(s) signatures below, and subsequent signature by the Department, the above application to amend the Brownfield Cleanup Agreement described above is hereby approved. This Amendment is made in accordance with and subject to all of the BCA and all applicable guidance, regulations and state laws applicable thereto. All other substantive and procedural terms of the Agreement will remain unchanged and in full force and effect regarding the parties to the Agreement.

Nothing contained herein constitutes a waiver by the Department or the State of New York of any rights held in accordance with the Agreement or any applicable state and/or federal law or a release for any party from any obligations held under the Agreement or those same laws.

Statement of Certification and Signatures: New Requestor(s) (if applicable)

(Individual)

I hereby affirm that information provided on this form and its attachments is true and complete to the best of my knowledge and belief. I am aware that any false statement made herein is punishable as a Class A misdemeanor pursuant to section 210.45 of the Penal Law. My signature below constitutes the requisite approval for the amendment to the BCA Application, which will be effective upon signature by the Department.

Date: _____ Signature: _____

Print Name: _____

(Entity)

I hereby affirm that I am (title _____) of (entity _____); that I am authorized by that entity to make this application; that this application was prepared by me or under my supervision and direction; and that information provided on this form and its attachments is true and complete to the best of my knowledge and belief. I am aware that any false statement made herein is punishable as a Class A misdemeanor pursuant to Section 210.45 of the Penal Law.

_____ signature below constitutes the requisite approval for the amendment to the BCA Application, which will be effective upon signature by the Department.

Date: _____ Signature: _____

Print Name: _____

Statement of Certification and Signatures: Existing Applicant(s) (an authorized representative of each applicant must sign)

(Individual)

I hereby affirm that I am a party to the Brownfield Cleanup Agreement and/or Application referenced in Section I above and that I am aware of this Application for an Amendment to that Agreement and/or Application. My signature below constitutes the requisite approval for the amendment to the BCA Application, which will be effective upon signature by the Department.

Date: _____ Signature: _____

Print Name: _____

(Entity)

Assistant
Secretary

I hereby affirm that I am Assistant Secretary (title) of ZF Active Safety and Electronics US LLC (entity) which is a party to the Brownfield Cleanup Agreement and/or Application referenced in Section I above and that I am aware of this Application for an Amendment to that Agreement and/or Application. _____ signature below constitutes the requisite approval for the amendment to the BCA Application, which will be effective upon signature by the Department.

Date: _____ Signature: _____

Print Name: Michael Way

REMAINDER OF THIS AMENDMENT WILL BE COMPLETED SOLELY BY THE DEPARTMENT

Status of Agreement:

☐

PARTICIPANT

A requestor who either 1) was the owner of the site at the time of the disposal of contamination or 2) is otherwise a person responsible for the contamination, unless the liability arises solely as a result of ownership, operation of, or involvement with the site subsequent to the disposal of contamination.

☐

VOLUNTEER

A requestor other than a participant, including a requestor whose liability arises solely as a result of ownership, operation of or involvement with the site subsequent to the contamination.

Effective Date of the Original Agreement:

Signature by the Department:

DATED:

NOV - 8 2019

NEW YORK STATE DEPARTMENT OF
ENVIRONMENTAL CONSERVATION

By: _____

Michael J. Ryan, P.E., Director
Division of Environmental Remediation

SUBMITTAL INFORMATION:

- **Two (2)** copies, one hard copy with original signatures and one electronic copy in Portable Document Format (PDF) must be sent to:

Chief, Site Control Section
New York State Department of Environmental Conservation
Division of Environmental Remediation
625 Broadway
Albany, NY 12233-7020

FOR DEPARTMENT USE ONLY

BCP SITE T&A CODE: _____ LEAD OFFICE: _____

PROJECT MANAGER: _____

BROWNFIELD CLEANUP PROGRAM (BCP)

INSTRUCTIONS FOR COMPLETING A BCP AMENDMENT APPLICATION

This form must be used to add a party, modify a property description, or reduce/expand property boundaries for an existing BCP Agreement and/or Application. **NOTE: DEC requires a standard application to request major changes to the description of the property set forth in the BCA (e.g., adding a significant amount of new property, or adding property that could affect an eligibility determination due to contamination levels or intended land use).** The application must be submitted to DEC in the same manner as the original application to participate.

SECTION II

NEW REQUESTOR INFORMATION

Requestor Name

Provide the name of the person(s)/entity requesting participation in the BCP. (If more than one, attach additional sheets with requested information. If an LLC, the members/owners names need to be provided on a separate attachment). The requestor is the person or entity seeking DEC review and approval of the remedial program.

If the requestor is a Corporation, LLC, LLP or other entity requiring authorization from the NYS Department of State to conduct business in NYS, the requestor's name must appear, exactly as given above, in the [NYS Department of State's Corporation & Business Entity Database](#). A print-out of entity information from the database must be submitted to DEC with the application, to document that the applicant is authorized to do business in NYS.

Requestor Address, etc.

Provide the requestor's mailing address, telephone number; fax number and e-mail address.

Representative Name, Address, etc.

Provide information for the requestor's authorized representative. This is the person to whom all correspondence, notices, etc will be sent, and who will be listed as the contact person in the BCA. Invoices will be sent to the representative unless another contact name and address is provided with the application.

Consultant Name, Address, etc.

Provide information for the requestor's consultant.

Attorney Name, Address, etc.

Provide information for the requestor's attorney.

SECTION III CURRENT PROPERTY OWNER/OPERATOR INFORMATION - only include if new owner/operator or new existing owner/operator information is provided, and highlight new information in form.

Owner Name, Address, etc.

Provide information for the new owner of the property. List all new parties holding an interest in the property.

Operator Name, Address, etc.

Provide information for the new operator (if different from the new requestor or owner).

SECTION IV**NEW REQUESTOR ELIGIBILITY INFORMATION**

As a separate attachment, provide complete and detailed information in response to any eligibility questions answered in the affirmative. It is permissible to reference specific sections of existing property reports; however, it is requested that such information be summarized. For properties with multiple addresses or tax parcels, please include this information for each address or tax parcel.

SECTION V PROPERTY DESCRIPTION AND DESCRIPTION OF CHANGES / ADDITIONS / REDUCTIONS (IF APPLICABLE)

NOTE: DEC requires a standard application to request major changes to the description of the property set forth in the BCA (e.g., adding a significant amount of new property, or adding property that could affect an eligibility determination due to contamination levels or intended land use). The application must be submitted to DEC in the same manner as the original application to participate.

Property Address

Provide a street address, city/town, and zip code. For properties with multiple addresses, provide information for all.

Tax Parcel Information

Provide the tax parcel/section/block/lot information. If requesting to modify a metes and bounds description or requesting changes to the boundaries of a site, please attach a revised metes and bounds description, survey, and/or acceptable site map to this application. Tax map information may be obtained from the tax assessor's office for all tax parcels that are included in the property boundaries. Attach a county tax map with identifier numbers, along with any figures needed to show the location and boundaries of the property. Include a USGS 7.5 minute quad map on which the property appears.

Lewandowski, Kelly A (DEC)

From: Emily Slater <ESlater@CSlaterLaw.com>
Sent: Wednesday, September 11, 2019 1:44 PM
To: Sheen, Margaret A (DEC)
Cc: Craig A. Slater
Subject: Re: TRW Union Springs Facility #C706019 Amendment Package
Attachments: TRW AUTOMOTIVE US LLC - DE - Amendment[1].pdf; ZF ACTIVE ELECTRONICS US LLC - NY - Amendment-Foreign - 867841-5-0.pdf; Articles[2].pdf

ATTENTION: This email came from an external source. Do not open attachments or click on links from unknown senders or unexpected emails.

Margaret,

Below and attached is what we received from the Company:

“TRW Automotive US LLC is a Delaware corporation and changed its name to ZF Active Safety and Electronics US LLC on 5/31/2019. Attached is a copy of the certificate of amendment for the name change from Delaware.

The name TRW Automotive US LLC was also changed in the State of New York on or around 5/31/2019. When the original amendment was filed, it was filed incorrectly and the word “Safety” was not included in the name “ZF Active Safety and Electronics US LLC”. Attached is the new amendment filed with the State of New York on 8/2/19 to reflect the correct name, ZF Active Safety and Electronics US LLC.

They don’t know what change you are referring to because 2/19/2003 does not match to any dates they have on record. Attached is a copy of the Articles of Incorporation.

The two attachments show the names changes were accepted in the state of incorporation (Delaware) and one of the states its doing business in (NY). They do not share the corporate resolutions outside the company due to the confidential information in the documents. Signors change all the time as Officers and Directors are re-elected every year and resign and are replaced.”

Please let me know if this suffices.

Thank you,

Emily E. Slater
Paralegal
The Slater Law Firm, PLLC
500 Seneca Street – Suite 504
Buffalo, New York 14204
Tel: 716-845-6760

Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, 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 "TRW AUTOMOTIVE U.S. LLC", CHANGING ITS NAME FROM "TRW AUTOMOTIVE U.S. LLC" TO "ZF ACTIVE SAFETY AND ELECTRONICS US LLC", FILED IN THIS OFFICE ON THE THIRTY-FIRST DAY OF MAY, A.D. 2019, AT 9:49 O`CLOCK A.M.




Jeffrey W. Bullock, Secretary of State

STATE OF DELAWARE CERTIFICATE OF AMENDMENT

1. Name of Limited Liability Company: TRW AUTOMOTIVE U.S. LLC
2. The Certificate of Formation of the limited liability company is hereby amended as follows:

"1. Name of Limited Liability Company: ZF Active
Safety and Electronics US LLC"

IN WITNESS WHEREOF, the undersigned have executed this Certificate on
the 29th day of May, A.D. 2019.

By: 

Authorized Person(s)

Name: Michael J. Way, Assistant Secretary
Print or Type

FILING RECEIPT

=====

ENTITY NAME: ZF ACTIVE SAFETY AND ELECTRONICS US LLC

DOCUMENT TYPE: AMENDMENT (FOR LLC)
NAME

COUNTY: CAYU

=====

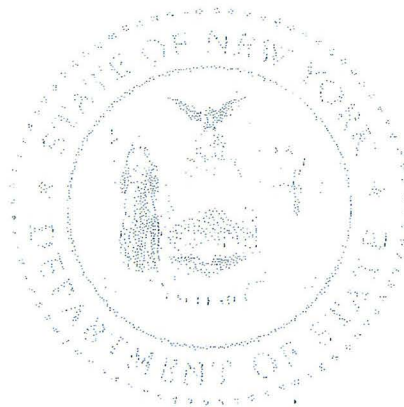
FILED:08/02/2019 DURATION:***** CASH#:190802000274 FILM #:190802000262

FILER:

MICHAEL J. WAY
ZF
12001 TECH CENTER DRIVE
LIVONIA, MI 48150

ADDRESS FOR PROCESS:

REGISTERED AGENT:



=====

SERVICE COMPANY: CORPORATION SERVICE COMPANY

SERVICE CODE: 45

FEEs 95.00

FILING 60.00
TAX 0.00
CERT 0.00
COPIES 10.00
HANDLING 25.00

PAYMENTS 95.00

CASH 0.00
CHECK 0.00
CHARGE 0.00
DRAWDOWN 95.00
 OPAL 0.00
 REFUND 0.00

=====

867841AJC

DOS-1025 (04/2007)

STATE OF NEW YORK

DEPARTMENT OF STATE

I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.



WITNESS my hand and official seal of the
Department of State, at the City of Albany,
on August 5, 2019.

Brendan C. Hughes

Brendan C. Hughes
Executive Deputy Secretary of State

CSC 45
DRAW DOWN



Division of Corporations,
State Records and
Uniform Commercial Code

190802000262

New York State
Department of State
DIVISION OF CORPORATIONS;
STATE RECORDS AND
UNIFORM COMMERCIAL CODE
One Commerce Plaza
99 Washington Ave.
Albany, NY 12231-0001
www.dos.ny.gov

CERTIFICATE OF AMENDMENT OF

ZF Active Electronics US LLC

(Insert Name of Foreign Limited Liability Company)

Under Section 804 of the Limited Liability Company Law

FIRST: The name of the foreign limited liability company as it appears on the index of names in the Department of State is:

ZF Active Electronics US LLC

If applicable, the fictitious name the foreign limited liability company has agreed to use in this state is:

SECOND: The jurisdiction of organization of the foreign limited liability company is:
DELAWARE

THIRD: The date on which its application for authority filed with the Department of State is:
FEBRUARY 19, 2003

FOURTH: The application for authority is amended as follows:

(If the true name of the foreign limited liability company is to be changed, set forth a statement that the change of name has been effected under the laws of the jurisdiction of its formation and the date the change was so effected.)

(A) Paragraph FIRST of the application for authority is amended to read as follows:

First: The name of the foreign Limited Liability is ZF Active Safety and Electronics US LLC.
The name the entity name change took effect in Delaware is 05/31/19.

(B) Paragraph _____ of the application for authority is amended to read as follows:

(Signature)

Michael J. Way, Assistant Secretary

(Type or print name)

Capacity of signer *(Check appropriate box):*

- ☐ Member
☐ Manager
☒ Authorized Person

CSC 45
DRAW DOWN

CERTIFICATE OF AMENDMENT
OF

ZF Active Electronics US LLC

(Insert Name of Foreign Limited Liability Company)

Under Section 804 of the Limited Liability Company Law

Filer's Name and Mailing Address:

MICHAEL J. WAY

Name:

ZF

Company, if Applicable:

12001 TECH CENTER DRIVE

Mailing Address:

LIVONIA, MI 48150

City, State and Zip Code:

Cont Ref 867841AJC

NOTES:

1. The name of the foreign limited liability company and the date of filing of the application for authority must exactly match the records of the Department of State. This information should be verified on the Department of State's website at www.dos.ny.gov.
2. This form was prepared by the New York State Department of State for filing a certificate of amendment for a foreign limited liability company. It does not contain all optional provisions under the law. You are not required to use this form. You may draft your own form or use forms available at legal supply stores.
3. The Department of State recommends that legal documents be prepared under the guidance of an attorney.
4. The certificate must be submitted with a \$60 filing fee made payable to the Department of State.

(For office use only)

RECEIVED

2019 AUG -1 PM 3:13

2019 AUG -2 AM 10:58

FILED

1cc
STATE OF NEW YORK
DEPARTMENT OF STATE

FILED AUG 02 2019

TAX \$

BY: mm

274

NYS Department of State

Division of Corporations

Entity Information

The information contained in this database is current through August 7, 2019.

Selected Entity Name: ZF ACTIVE SAFETY AND ELECTRONICS US LLC

Selected Entity Status Information

Current Entity Name: ZF ACTIVE SAFETY AND ELECTRONICS US LLC

DOS ID #: 2871816

Initial DOS Filing Date: FEBRUARY 19, 2003

County: CAYUGA

Jurisdiction: DELAWARE

Entity Type: FOREIGN LIMITED LIABILITY COMPANY

Current Entity Status: ACTIVE

Selected Entity Address Information

DOS Process (Address to which DOS will mail process if accepted on behalf of the entity)

C/O CORPORATION SERVICE COMPANY

80 STATE STREET

ALBANY, NEW YORK, 12207-2543

Registered Agent

CORPORATION SERVICE COMPANY

80 STATE STREET

ALBANY, NEW YORK, 12207-2543

This office does not require or maintain information regarding the names and addresses of members or managers of nonprofessional limited liability companies. Professional limited liability companies must include the name(s) and address(es) of the original members, however this information is not

recorded and only available by [viewing the certificate.](#)

***Stock Information**

# of Shares	Type of Stock	\$ Value per Share
No Information Available		

*Stock information is applicable to domestic business corporations.

Name History

Filing Date	Name Type	Entity Name
AUG 02, 2019	Actual	ZF ACTIVE SAFETY AND ELECTRONICS US LLC
JUN 03, 2019	Actual	ZF ACTIVE ELECTRONICS US LLC
FEB 19, 2003	Actual	TRW AUTOMOTIVE U.S. LLC

A **Fictitious** name must be used when the **Actual** name of a foreign entity is unavailable for use in New York State. The entity must use the fictitious name when conducting its activities or business in New York State.

NOTE: New York State does not issue organizational identification numbers.

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Lewandowski, Kelly A (DEC)

From: Emily Slater <ESlater@CSlaterLaw.com>
Sent: Tuesday, September 17, 2019 10:15 AM
To: Sheen, Margaret A (DEC)
Cc: Craig A. Slater
Subject: Re: TRW Union Springs Facility #C706019 Amendment Package
Attachments: 20190917091336510.pdf

ATTENTION: This email came from an external source. Do not open attachments or click on links from unknown senders or unexpected emails.

Good Morning Margaret!

Attached please find a Secretary's Certificate. Hopefully this will suffice for the authorization part of your request.

Let me know if it works.

Thanks!

Emily E. Slater
Paralegal
The Slater Law Firm, PLLC
500 Seneca Street - Suite 504
Buffalo, New York 14204
Tel: 716-845-6760
Fax: 716-845-6764
Email: cslater@cslaterlaw.com



From: "Sheen, Margaret A (DEC)" <margaret.sheen@dec.ny.gov>
Date: Thursday, September 12, 2019 at 9:10 AM
To: Emily Slater <ESlater@CSlaterLaw.com>
Cc: "cslater@cslaterlaw.com" <CSlater@CSlaterLaw.com>
Subject: RE: TRW Union Springs Facility #C706019 Amendment Package

The documents are helpful. Thank you. The Department still needs proof that the signatory of the BCA Amendment is authorized to sign on behalf of the company. Please submit an Authorization to Bind/Authorization to sign for the Department's file for this BCA (since it is a different signatory than the original BCA). I am reviewing the rest of your submittal but at first glance it should suffice to answer my other questions. Thank you.

Margaret

Margaret A. Sheen, Esq.
Associate Attorney, Office of General Counsel

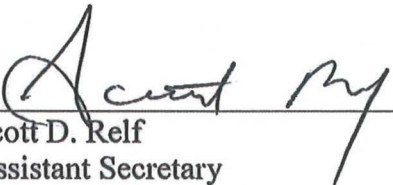
CERTIFICATE OF ASSISTANT SECRETARY

The undersigned, Scott D. Relf, hereby certifies that:

1. He is the duly elected, qualified and acting Assistant Secretary of ZF Active Safety and Electronics US LLC (formerly TRW Automotive U.S. LLC), a Delaware limited liability company (the "Company").
2. Attached hereto and marked as "Exhibit A" is a true and correct copy of the resolutions, adopted by the Sole Member on July 12, 2018 and have not been modified, revoked or rescinded in any manner and are now in full force and effect.
3. The person named below, at all times since the date of election indicated, held the office set forth opposite his name below, and, as granted by the board of directors of the Company, has the authority to execute documents on behalf of the Company:

Name	Office	Date of Election
Michael J. Way	Assistant Secretary	July 12, 2018

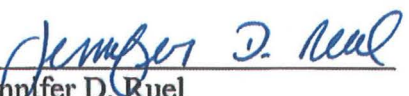
IN WITNESS WHEREOF, the undersigned has executed and delivered this certificate in the name and on behalf of the Company as of September 17, 2019.



Scott D. Relf
Assistant Secretary

STATE OF MICHIGAN)
) SS.
COUNTY OF WAYNE)

On September 17th, 2019, before me, a Notary Public in and for said state, personally appeared, Scott D. Relf, personally known to me to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.



Jennifer D. Ruel
Notary Public, Wayne County, Michigan
My Commission Expires 12-18-2025
Acting in the County of Wayne

EXHIBIT A

RESOLUTIONS OF THE SOLE MEMBER DATED JULY 12, 2018

ELECTION OF OFFICERS

RESOLVED, that effective July 13, 2018, each of the following persons is elected to the office(s) set forth opposite such person's name, to serve in such capacity in accordance with the LLC Agreement of the Company until such person's successor has been duly elected and shall have qualified or until such person's earlier resignation or removal:

NAME	TITLE
Richard Wolfe	President and Chief Executive Officer and General Manager, Global Braking
Christophe Marnat	Executive Vice President, Chief Operations Officer
Gerald Dekker	Senior Vice President and Chief Financial Officer
Sarah A. Kirkwood	Senior Vice President, General Counsel and Secretary
Joe Gaus	Vice President and General Manager, Occupant Safety Systems, North America
Milan E. Belans II	Vice President and Controller
Guy Simons	Treasurer
Bryan M. Lauer	Vice President, Tax
Michael J. Way	Assistant Secretary
Scott D. Relf	Assistant Secretary
William Cosnowski, Jr.	Assistant Secretary
Jose RuizFlores	Assistant Secretary
Amrit Batra	Assistant Treasurer
Kenneth Wood	Assistant Treasurer

OMNIBUS RESOLUTION

RESOLVED FURTHER, that the directors and officers of the Company be, and each of them is, authorized and directed, in the name and on behalf of the Company, to take such further action as each may deem necessary or desirable to effectuate the purposes and intent of the foregoing resolutions.