

FOOOOOO 1440

Document Number Only

CT CORPORATION SYSTEM

Requestor's Name
660 East Jefferson Street

Address
Tallahassee, FL 32301 222-1092

City State Zip Phone

400002776874--2
-02/16/99--01047--004
*****70.00 *****70.00
W99-3886

CORPORATION(S) NAME

400002776874--2
03/16/99 81032 801
***1965.00 ***1965.00

USP TWO, INC.

- Profit
- NonProfit
- Limited Liability Co.
- Foreign
- Limited Partnership
- Reinstatement
- Certified Copy
- Call When Ready
- Walk In
- Mail Out
- Amendment
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- Annual Report
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TECHNICAL
CORPORATION
MAR 06 3 31 PM '99
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UCC FILING
STAMP

Name
Availability
Document Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

2/16

PLEASE RETURN EXTRA COPIES FILE STAMPED

TO JEFFREY D. BUTTERFIELD

TECHNICAL CORPORATION
MAR 16 16 AM '99
FILED



Department of State

Memorandum Office of the General Counsel

TO: File
FROM: Gerard York, Assistant General Counsel
DATE: March 14, 2000
RE: USF Two, Inc.

Based on my review of the file and the payments received from the corporation, it is my recommendation that this file be closed. Corporation has paid outstanding report fees from 1996 of \$465.00 and foreign non-qualified penalties of \$1500.00 assessed at the statutory minimum of \$500.00 per year. Corporation wishes to be qualified to do business in the State of Florida. Accordingly, it is recommended corporation be issued a certificate of authority.

/gty

FILED 00 MAR 13 PM 8:31 SECRETARY OF STATE TALLAHASSEE, FLORIDA
FILED 00 MAR 13 PM 8:30 SECRETARY OF STATE TALLAHASSEE, FLORIDA

05.676



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

February 16, 1999

C T CORP

SUBJECT: USF TWO, INC.
Ref. Number: W99000003886

00 MAR 13 PM 8:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
FILED

We have received your document for USF TWO, INC. and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

Based upon information provided by the Florida Department of Revenue, pursuant to section 213.053(14), Florida Statutes, it appears that USF TWO, INC. has transacted business in Florida prior to submitting an "Application for Authority to Transact Business in Florida". Please contact this office concerning the date first transacted business in Florida.

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report and penalty fees is \$3465.00.

04/01/96

Enclosed please find a copy of section 607.1501 or 617.1501, Florida Statutes, which lists those activities that do not constitute transacting business in this state. If after reviewing this section you determine erroneous information was inserted on the application, a sworn affidavit containing the following information must be submitted: 1.) a statement indicating erroneous information was listed on the application; and 2.) the correct date the corporation began transacting business in Florida prior to the year the application was submitted did not constitute transacting business pursuant to section 607.1501 or 617.1501, Florida Statutes.

If it is determined that the corporation's previous activities in Florida that warranted compliance with Florida's revenue laws did not constitute the transaction of business within the meaning of s. 607.1501, F.S., please provide a sworn affidavit to that effect.

If you have any questions concerning the filing of your document, please call (850) 487-6097.

Michael Mays
Document Specialist

Letter Number: 499A00006887

FILED

00 MAR 13 PM 8 30

SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

June 8, 1999

USF TWO, INC.
ATTN: AMY G. GOSSIN
40004 COOK STREET
PALM DESERT, CA 92211

SUBJECT: USF TWO, INC.
Ref. Number: W99000003886

This letter is in response to the application by foreign corporation for authorization to transact business in Florida that was previously submitted to this office for USF TWO, INC..

This office received information provided by the Florida Department of Revenue, pursuant to section 213.053(14), Florida Statutes, which indicates that the corporation has transacted business in the State of Florida since April 1, 1996. You were notified by letter dated February 16, 1999, that because of failure to obtain a certificate of authority prior to transacting business in the State of Florida, the corporation is liable for \$3465.00 in appropriate fees and penalties as set forth in Section 607.1502(4), Florida Statutes, (copy enclosed).

Until a response is received by this office concerning the prior notification, the application by foreign corporation for authorization to transact business in Florida will not be processed. If erroneous information was reflected on the previously submitted application, a sworn affidavit may be filed stating the correct date the corporation first transacted business in Florida, that the corporation did not transact business in Florida prior to the application filing year and that the information entered on such application is incorrect. Any such affidavit will be included with your original qualification documents.

Please provide your response to this letter within 30 days to avoid the necessity of further action.

If you have further questions concerning the filing of your document, please telephone the Foreign Qualification/Tax Lien Section at (850) 487-6051.

Gretchen Harvey
Document Specialist Supervisor Letter No. 399A00030878

Enclosure

FILED
00 MAR 13 PM 8:30
TALLAHASSEE, FLORIDA
SECRETARY OF STATE



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

October 25, 1999

AMY G. GOSSIN
USF TWO, INC.
40004 COOK STREET
PALM DESERT, CA 92211

SUBJECT: USF TWO, INC.
Ref. Number: W99000003886

CERTIFIED MAIL #Z 311 649 594 RETURN RECEIPT REQUESTED

This is the Department of State's third request for information to establish the date USF TWO, INC. first transacted business in Florida. Failure to respond to this letter may result in legal action against the corporation pursuant to Sections 607.0130(3) and 607.1502(4), Florida Statutes (copies enclosed).

Based upon information provided by the Florida Department of Revenue it appears that USF TWO, INC. has transacted business in Florida since April 1, 1996. This date is not the same as the date indicated on the corporation's previously submitted application.

If erroneous information was listed on the application or the date the corporation began conducting its affairs in Florida falls under an enumerated exemption provided for in Section 607.1501, Florida Statutes (copy enclosed), an affidavit to clarify this discrepancy must be sent to this office.

Until this office is notified otherwise, penalties and fees in the amount of \$3465.00 are now due. To avoid further penalty, either payment or an affidavit must be remitted within 45 days of receipt of this letter. Please make your check payable to the Department of State and send it to the address indicated below. If you have any questions regarding this matter, please telephone (904) 487-6051.

I look forward to your response.

Sincerely,

Gerard T. York, Assistant General Counsel

Enclosures Letter No. 499A00051197

2/18/00

3/2/00 L

00 MAR 13 PM 9 30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1. USF Two, Inc.
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION", or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Delaware (State or country under the law of which it is incorporated) 3. 51-0367270 (FEI number, if applicable)

4. May 10, 1995 (Date of incorporation) 5. Perpetual (Duration: Year corp. will cease to exist or "perpetual")

6. Upon Qualification
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.156, F.S.))

7. 40004 Cook St., Palm Desert, California 92211
(Current mailing address)


SECRETARY OF STATE
TALLAHASSEE, FLORIDA
00 MAR 13 PM 8:30
FILED

8. Water treatment
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent:

Name: C T Corporation System
Office Address: c/o C T Corporation System, 1200 South Pine Island Road
Plantation, Florida, 33324
(Zip Code)

10. Registered agent acceptance:
Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application. I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

C T Corporation System

(Registered agent's signature) (Officer)
FRANCIS P REGAN ASST. SECY
(Type Name and Title of Officer)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors:

A. DIRECTORS

Chairman: Michael Reardon

Address: 4669 Shepherd Trail

Rockford, Illinois 61105

Vice Chairman: _____

Address: _____

Director: Damian C. Georgino

Address: 40004 Cook St.

Palm Desert, California 92211

Director: _____

Address: _____

B. OFFICERS

President: See attached list of officers

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 MAR 13 PM 8:30

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Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. *Amy Gossin*
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Amy G. Gossin, Assistant Secretary
(Typed or printed name and capacity of person signing application)

FILED
00 MAR 13 PM 8:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Appendix to Florida
Application by Fgn. Corp. for Authorization to Transact Business in Florida

**Officers of
USF Two, Inc.**

1. Michael Reardon, President
4669 Shepherd Trail
Rockford, Illinois 61105
2. Damian C. Georgino, V.P. and Secretary
40004 Cook St.
Palm Desert, California 92211
3. Kevin Spence, V.P. & CFO
40004 Cook St.
Palm Desert, California 92211
4. Michael E. Hulme, Jr., V.P. & Asst. Secretary
One Culligan Parkway
Northbrook, Illinois 60062
5. Amy G. Gossin, Asst. Secretary
40004 Cook St.
Palm Desert, California 92211
6. Dale Campbell, Asst. Treasurer
40004 Cook St.
Palm Desert, California 92211
7. Lisabeth Huddleston, Asst. Treasurer
10 Technology Dr.
Lowell, Massachusetts 01851
8. Duane Huennekens, Asst. Treasurer
40004 Cook St.
Palm Desert, California 92211
9. James Dierker, V.P., Controller, Treasurer
40004 Cook St.
Palm Desert, California 92211

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 MAR 13 PM 8:30

FILED

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "USF TWO, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE ELEVENTH DAY OF FEBRUARY, A.D. 1999.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

FILED
00 MAR 13 PM 8:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Edward J. Freel

Edward J. Freel, Secretary of State

2506122 8300

991054181

AUTHENTICATION: 9571113

DATE: 02-11-99