

Document Number Or

F00000000005

CT Corporation System  
660 East Jefferson Street  
Tallahassee, FL 32301  
Tel 850 222 1092  
Fax 850 222 7615  
Attn: Jeff Netherton

100003085501--8  
-01/03/00-01023-016  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

CORPORATION(S) NAME

Culligan Dealer Corp.

<input checked="" type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> Nonprofit		
<input checked="" type="checkbox"/> Foreign	<input type="checkbox"/> Dissolution/Withdrawal	<input type="checkbox"/> Mark
	<input type="checkbox"/> Reinstatement	
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input type="checkbox"/> LLC	<input type="checkbox"/> Name Registration	<input type="checkbox"/> Change of RA
	<input type="checkbox"/> Fictitious Name	<input type="checkbox"/> UCC
<input type="checkbox"/> Certified Copy	<input type="checkbox"/> Photocopies	<input type="checkbox"/> CUS
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem	<input type="checkbox"/> After 4:30
<input checked="" type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up
<input type="checkbox"/> Mail Out		

Name \_\_\_\_\_  
Availability \_\_\_\_\_  
Document \_\_\_\_\_  
Examiner \_\_\_\_\_  
Updater \_\_\_\_\_  
Verifier \_\_\_\_\_  
Acknowledgement \_\_\_\_\_  
W.P. Verifier \_\_\_\_\_

12/31/99

BK 1/3/00

RECEIVED  
00 JAN -3 AM 9:08  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

FILED  
DIVISION OF CORPORATIONS  
00 JAN -3 AM 11:56

# 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. Culligan Dealer Corp.

(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. 33-0849094

(FEI number, if applicable)

4. October 15, 1997

(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 817.155, F.S.))

7. 40004 Cook St., Palm Desert, California 92211

(Current mailing address)

8. sales and service to Culligan Dealerships

(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**  
**Assistant Secretary**

(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: See attached list of directors

Address: \_\_\_\_\_  
\_\_\_\_\_

Vice Chairman: See attached list of directors

Address: \_\_\_\_\_  
\_\_\_\_\_

Director: See attached list of directors

Address: \_\_\_\_\_  
\_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

B. OFFICERS

President: See attached list of officers

Address: \_\_\_\_\_  
\_\_\_\_\_

Vice President: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

Secretary: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

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DEPT. OF STATE  
CORPORATIONS  
JAN -3 AM 11:56

Name \_\_\_\_\_

Address \_\_\_\_\_

City, state, zip \_\_\_\_\_

Name \_\_\_\_\_

Address \_\_\_\_\_

City, state, zip \_\_\_\_\_

[Please attach additional pages as necessary]

8. A certificate of existence, or a document of similar import, duly authenticated by the official having custody of corporate records in the state or country of incorporation, accompanies this application.

9. Signature *Kevin L. Spence* \_\_\_\_\_

Type or print name and title Kevin L. Spence, Vice President

SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
00 JAN -3 AM 11:58

#### NOTES:

1. The filing fee is \$100.00. Make checks payable to SECRETARY OF STATE.
2. The document is to be signed by the chairperson of the board, the president, or other officer of the corporation. If directors have not been selected, the document is to be signed by an incorporator. If the corporation is in the hands of a court appointed fiduciary, the document is to be signed by the fiduciary. A copy of a signature is acceptable for filing. Verification is not required.
3. One copy of the document is to be delivered to the Secretary of State for filing.
4. The effective time and date of the document is the later of the following:
  - a. the time of filing on the date it is filed;
  - b. the time specified in the document on the date it is filed;
  - c. the time and date specified in the document, not later than 90 days after the date it is filed.
5. If the name of the corporation does not satisfy the requirements of section 401 of the Iowa Business Corporation Act, the corporation may do either of the following in applying for a certificate of authority:
  - a. add one of the following words or abbreviations to its corporate name for use in Iowa: corporation, incorporated, company, limited, corp., inc., co., ltd.; or
  - b. use a fictitious name to transact business in Iowa if the corporation's real name is unavailable and the corporation delivers to the secretary of state for filing a copy of the resolution of its board of directors, certified by its secretary, adopting the fictitious name.

SECRETARY OF STATE  
Corporations Division  
Hoover Building  
Des Moines, Iowa 50319

Phone: 515/281-5204  
FAX: 515/242-5953

# CULLIGAN DEALER CORP.

DIRECTORS:	RESIDENTIAL ADDRESS:
Michael J. Reardon	220 Weatherstone, Barrington, IL 60010
Joseph F. Morrison	9 Mayfair Lane Lincolnshire, IL 60069
Michael E. Hulme, Jr.	8 Whitby Circle, Lincolnshire, IL 60069
OFFICERS:	RESIDENTIAL ADDRESS:
Michael J. Reardon, President One Culligan Parkway, Northbrook, IL 60062	220 Weatherstone, Barrington, IL 60010
Joseph F. Morrison Vice President Finance & Treasurer One Culligan Parkway, Northbrook, IL 60062	9 Mayfair Lane Lincolnshire, IL 60069
Vice President, Controller James W. Dierker 40004 Cook St., Palm Desert, CA 92211	42-605 Castle Harbor Court Bermuda Dunes, CA 92201
Vice President & Asst. Secretary Stephen P. Stanczak 40004 Cook St., Palm Desert, CA 92211	9 Cambridge Court Rancho Mirage, CA 92270
Vice President & Secretary Michael E. Hulme, Jr. One Culligan Parkway, Northbrook, IL 60062	8 Whitby Circle, Lincolnshire, IL 60069
Vice President - Real Estate Frederick W. Noble, Jr. 40004 Cook St., Northbrook, IL 60062	42815 Tennessee Avenue Palm Desert, CA 92211
Vice President Kevin L. Spence 40004 Cook St., Palm Desert, CA 92211	78-955 Martinique Bermuda Dunes, CA 92201
Assistant Secretary Susan Bennett One Culligan Parkway, Northbrook, IL 60062	316 E. Ranney Avenue Vernon Hills, IL 60061
Assistant Treasurer Dale A. Campbell 40004 Cook St., Palm Desert, CA 92211	43-781 La Carmela Drive Palm Desert, CA 92211
Assistant Treasurer Duane R. Huennekens 40004 Cook St., Palm Desert, CA 92211	57 Sutton Place Palm Desert, CA 92211
Assistant Treasurer William F. White One Culligan Parkway, Northbrook, IL 60062	One Culligan Parkway Northbrook, IL 60062
Vice President, Thomas Pavlick, One Culligan Parkway, Northbrook, IL 60062	670 West Edgecote Lane, Lake Forest, IL 60045
Grego E. Norgaard,	2792 Spinner Ct.

00 JAN-3  
AM 11:56  
DIVISION OF CORPORATIONS  
STATE OF ILLINOIS

<b>Vice President</b> <b>One Culligan Parkway, Northbrook, IL 60062</b>	<b>Naperville, IL 60565</b>

00 JAN -3 AM 11:56  
 CULLIGAN WATER  
 CORPORATION

State of Delaware  
Office of the Secretary of State

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CULLIGAN DEALER CORP." 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 FIFTEENTH DAY OF DECEMBER, 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  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
00 JAN -3 AM 11:56



A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

2810384 8300

991538324

AUTHENTICATION: 0141270

DATE: 12-15-99