

CT CORPORATION SYSTEM

F01000000030

CORPORATION(S) NAME

U.S. Filter Control Systems, Inc.

FILED
01 JAN -2 AM 10:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

<input checked="" type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> Nonprofit	<input type="checkbox"/> Dissolution/Withdrawal	<input type="checkbox"/> Mark
<input checked="" type="checkbox"/> Foreign	<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 _____
W.P. Verifier _____

1/2/01

Order#: 2408683

9000003518439--0

-01/02/01--01071-013

Ref#: *****70.00 *****70.00

Amount: \$

RECEIVED
01 JAN -2 PM 12:10
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

660 East Jefferson Street
Tallahassee, FL 32301
Tel. 850 222 1092
Fax 850 222 7615



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

January 2, 2001

C T CORPORATION SYSTEM

TALLAHASSEE, FL

SUBJECT: U.S. FILTER CONTROL SYSTEMS, INC.
Ref. Number: W01000000062

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01 JAN -2 AM 10:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for U.S. FILTER CONTROL SYSTEMS, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please note that we have RETAINED your \$70.00 payment.

As discussed, we were concerned that your documents contained the HOME ADDRESSES and SOCIAL SECURITY NUMBERS of all the officers. The corporation is only required to disclose the NAMES and BUSINESS ADDRESSES for the officers and directors. And please be aware actual copies of all documents filed with the Florida Division of Corporations will be available to ANYONE on the Internet.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6914.

Buck Kohr
Corporate Specialist

Letter Number: 001A00000124

RECEIVED
01 JAN -2 PM 4:44
FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Please Date today

Flubs
[Signature]

**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:

FILED
JAN - 23 - 1992
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. U.S. Filter Control Systems, 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. 39-1736564

(FEI number, if applicable)

4. July 31, 1992

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. Upon billing

(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. Control systems

(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

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: _____

01 MAR 2002
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TALLAHASSEE, FLORIDA
AM 10:02

Treasurer: _____

Address: _____

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

13. _____

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Kevin L. Spence, Vice President

(Typed or printed name and capacity of person signing application)

FILED
JAN - 2
SECRETARY OF STATE
TALLAHASSEE
FLORIDA
JAN 10 2002

Corporate Datasheet

U.S. Filter Control Systems, Inc.

Incorporated Date: 07/31/1992
 Incorporated State: Delaware
 Country: U.S.
 Federal Tax ID: 39-1736564
 Charter ID: 732213011
 Principal Place of Business: 1239 Willow Lake Blvd.
 Vadnais Heights, MN 55110
 Phone: 651 766-2700
 Registered Agent/Office: The Corporation Trust Company
 Corporation Trust Center
 1209 Orange Street
 Wilmington, DE 19801

Qualifications: Minnesota
 Qualified Date: 04/01/1994

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 TALLAHASSEE, FLORIDA

<u>Director</u>	<u>Title</u>	<u>Start Date</u>	<u>Last Elected</u>
Andrew D. Seidel	Director	01/03/1997	04/01/1999
Kevin L. Spence	Director	01/03/1997	04/01/1999
Stephen P. Stanczak	Director	04/01/1999	

<u>Officer</u>	<u>Title</u>	<u>Start Date</u>	<u>Last Elected</u>
Joy M. Gaetano	Vice President Human Resources	04/01/1999	
Gerald E. Rogers	President	02/28/1997	04/01/1999
W. Christopher Chisholm	Vice President	04/01/1999	
Katherine M. Drewek	Vice President & Assistant Secretary	04/01/1997	04/01/1999
Frank R. Firsching	Vice President	04/01/1999	
Frederick W. Noble, Jr.	Vice President - Real Estate	04/01/1998	04/01/1999
Brian Rooney	Vice President	04/01/1998	04/01/1999
Andrew D. Seidel	Vice President	04/01/1997	04/01/1999
Kevin L. Spence	Vice President	04/01/1998	04/01/1999
Stephen P. Stanczak	Vice President & Secretary	04/01/1999	
Al Veerkamp	Vice President	02/28/1997	04/01/1999
Eugene D. Walls	Vice President & Assistant Treasurer	04/01/1998	04/01/1999
Amy G. Gossin	Assistant Secretary	01/03/1997	04/01/1999
Thomas Luedtke	Assistant Secretary	01/07/1998	04/01/1999
John M. Bigley	Assistant Treasurer	04/01/1998	04/01/1999
Dale A. Campbell	Assistant Treasurer	04/01/1997	04/01/1999
Lisabeth W. Huddleston	Assistant Treasurer	01/03/1997	04/01/1999
Duane R. Huennkens	Assistant Treasurer	01/03/1997	04/01/1999
James W. Dierker	Vice President, Controller & Treasurer	01/03/1997	04/01/1999

<u>Director (archived)</u>	<u>Title</u>	<u>Start Date</u>	<u>Last Elected</u>
Damian C. Georgino	Director	01/03/1997	04/01/1998

<u>Officer (archived)</u>	<u>Title</u>	<u>Start Date</u>	<u>Last Elected</u>
Damian C. Georgino	Vice President & Secretary	01/03/1997	04/01/1998
Michael E. Hulme, Jr.	Vice President & Assistant Secretary	01/03/1997	04/01/1999
Brian Rooney	Vice President & General Manager	02/28/1997	
Kevin L. Spence	Vice President & Chief Financial Officer	01/03/1997	
Eugene D. Walls	Vice President	04/01/1997	

Corporate Datasheet

Karen E. Rao

Assistant Secretary

01/07/1997 01/07/1997

Andrew Seidel

Business Address: 40-004 Cook Street
Palm Desert, CA 92211
US
Phone: (760) 341-8156
Fax: (760) 341-9638

Personal Address: 47-280 Prince's Plume Lane
Palm Desert, CA 92260
US
Phone: (619) 836-9206

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01 JUN 2 1997
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Kevin Spence

Business Address: 40-004 Cook Street
Palm Desert, CA 92211
US

Personal Address: 78-955 Martinique
Bermuda Dunes, CA 92201
US
Phone: (619) 345-2892

Stephen Stanczak

Business Address: 40-004 Cook Street
Palm Desert, CA 92211

Personal Address: 9 Cambridge Court
Rancho Mirage, CA 92270
Phone: 630 215-6844

Joy Gaetano

Business Address: 40-004 Cook Street
Palm Desert, CA 92211
U.S.

Personal Address: 146 Desert Falls E
Palm Desert, CA 92211
U.S.

Gerald Rogers

Business Address: 301 W. Military Road
Rothschild, WI 54474
U.S.

Personal Address: 1720 Highwood Lane
Wausau, WI 54403
US

W. Chisholm

Business Address: 15403 Vantage Parkway, Suite
320
Houston, TX 77032
U.S.
Phone: 281 383-7033

Personal Address: 1831 Winter Grape Lane
Kingwood, TX 77345
U.S.

Katherine Drewek

Corporate Datasheet

Business Address: 1901 South Prairie Avenue
Waukesha, WI 53186
U.S.

Personal Address:

19425 Whitehall Drive
Brookfield, WI 53045
U.S.

Frank Firsching

Business Address: 1441 E. Washington Boulevard
Los Angeles, CA 90021

Personal Address:

326 Second Street
Manhattan Beach, CA 90266
US

Frederick Noble, Jr.

Business Address: 40-004 Cook Street
Palm Desert, CA 92211
U.S.

Personal Address:

42815 Tennessee Avenue
Palm Desert, CA 92211
U.S.

Brian Rooney

Personal Address: 17210 Country Rd 47N
Plymouth, MN 55446
US

Al Veerkamp

Personal Address: 108 Tammar Lane
Cannon Falls, MN 55009
US

Eugene Walls

Business Address: 181 Thorn Hill Road
Warrendale, PA 15086
U.S.

Personal Address:

110 Clark Avenue
Butler, PA 16002
US

Amy Gossin

Business Address: 40-004 Cook Street
Palm Desert, CA 92211
US

Personal Address:

41650 Hopewell Avenue
Bermuda Dunes, CA 92201
US
Phone: (619) 360-2781

Corporate Datasheet

Thomas Luedtke

Business Address: 3770 N. Dunlap St
Arden Hills, MN 55112
U.S.
Phone: 612 481-9025

Personal Address:

2707 Croixwood Blvd
Stillwater, MN 55082
U.S.
Phone: 612 430-1087

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JAN -2 1982
SECTION 15
TALLAHASSEE, FLORIDA

John Bigley

Personal Address: 714 Bristlecove Drive
Gibsonia, PA 15044
U.S.

Dale Campbell

Business Address: 40-004 Cook Street
Palm Desert, CA 92211
U.S.

Personal Address:

43-781 La Carmela Drive
Palm Desert, CA 92211
U.S.

Lisabeth Huddleston

Business Address: 10 Technology Drive
Lowell, MA 01851

Personal Address:

17 Mason Drive
New Boston, NH 03070
US

Duane Huennekens

Business Address: 40-004 Cook Street
Palm Desert, CA 92211
U.S.

Personal Address:

57 Sutton Place
Palm Desert, CA 92211
US
Phone: (619) 341-0073

James Dierker

Business Address: 40-004 Cook Street
Palm Desert, CA 92211
US

Personal Address:

42-605 Castle Harbor Court
Bermuda Dunes, CA 92201
US
Phone: (760) 772-5704

Damian Georgino

Business Address: 40-004 Cook Street

Personal Address:

76-968 Sheffield Court

Corporate Datasheet

Address: Palm Desert, CA 92211
US

Address: Palm Desert, CA 92211
US
Phone: 760 345-0530

Michael Hulme, Jr.

Business Address: One Culligan Parkway
Northbrook, IL 60062
US
Phone: 847 205-6116

Personal Address: 8 Whitby Court
Lincolnshire, IL 60069
US
Phone: 847 914-9666

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SECRETARY OF STATE
FLORIDA

Karen Rao

Business Address: 141 s. Lafayette Fwy
St. Paul, MN 55107-1402
U.S.
Phone: 612 224-8211 ext. 126
Fax: 612 224-3626

Personal Address: 5057 Edgewater court
Savage, MN 55378
U.S.
Phone: 612 447-8594

Common Stock

Number Authorized:	100.00	Par Value:	1.00
Number Issued:	100.00		
Percent Issued:	100.00%		
Treasury Shares:	0.00		
Number Outstanding:	100.00		
Percent Outstanding:	100.00%		

Shareholders (Corporations)

U.S. Filter Wastewater Group, Inc.

<u>Number of Shares</u>	<u>% of Issued</u>	<u>% of Outstanding</u>
100.00	100.0000%	100.0000%

State of Delaware
Office of the Secretary of State . PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "U.S. FILTER CONTROL SYSTEMS, 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 TWENTY-EIGHTH DAY OF DECEMBER, A.D. 2000.

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

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

FILED
01 JAN -2 AM 10:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



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

Edward J. Freel, Secretary of State

2305468 8300

001655169

AUTHENTICATION: 0883285

DATE: 12-28-00