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TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: APPLIED WATER MANAGEMENT, INC.
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Mark F. Strauss

(Name of Person)

Applied Water Management, Inc.

(Firm/Company)

2 Clerico Lane

(Address)

Hillsborough, New Jersey 08844

(City/State and Zip code)

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*****78.75 *****78.75

For further information concerning this matter, please call:

Mark F. Strauss

(Name of Person)

at (908) 359-5501 ext. 102

(Area Code & Daytime Telephone Number)

STREET ADDRESS:

Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Enclosed is a check for the following amount:

- \$70.00 Filing Fee \$78.75 Filing Fee & Certificate of Status \$78.75 Filing Fee & Certified Copy \$87.50 Filing Fee, Certificate of Status & Certified Copy
- with 8/7

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. APPLIED WATER MANAGEMENT, 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. New Jersey 3. 22-3608285
(State or country under the law of which it is incorporated) (FEI number, if applicable)
- 4. March 26, 1998 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
- 6. Upon Qualification
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
- 7. 2 Clerico Lane, Hillsborough, NJ 08844
(Principal office address)
2 Clerico Lane, Hillsborough, NJ 08844
(Current mailing address)
- 8. To do any lawful act or thing for which corporations may be organized pursuant to the provisions of Title 14A, Corporations, General, of the New Jersey Statutes.
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. **Name and street address of Florida registered agent:** (P.O. Box or Mail Drop Box **NOT** acceptable)

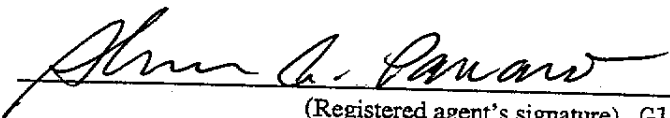
Name: Glenn A. Panaro
Office Address: 3810 Indian River Drive
Vero Beach, Florida 32963
(City) (Zip code)

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10. **Registered agent's 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 obligations of my position as registered agent.


(Registered agent's signature) Glenn A. Panaro

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 business addresses of officers and/or directors:

A. DIRECTORS

Chairman: Jeremy D. Pelczer

Address: 600 South Avenue
Westfield, NJ 07090

Vice Chairman: Andrew M. Chapman

Address: 600 South Avenue
Westfield, NJ 07090

Director: Michael Carmedy

Address: 600 South Avenue
Westfield, NJ 07090

Director: Edward A. Clerico

Address: 2 Clerico Lane
Hillsborough, NJ 08844

B. OFFICERS

President: Edward A. Clerico

Address: 2 Clerico Lane
Hillsborough, NJ 08844

Sec. Vice President: Robert F. Schwartz

Address: 2 Clerico Lane
Hillsborough, NJ 08844

Secretary: Mark F. Strauss

Address: 2 Clerico Lane

Treasurer: Elaine Margetts

Address: 600 South Avenue, Westfield, NJ 07090

See attached Addendum for additional officers and directors

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

13.  Secretary + V.P.

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

14. Mark F. Strauss, Secretary

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

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12. Names and business addresses of officers and/or directors: (continued)

A. DIRECTORS

Director: John A. Hoffman, Esq.
Address: 600 South Avenue
Westfield, NJ 07090

B. OFFICERS

Exec. Vice President: Philip G. Sudol
Address: 2 Clerico Lane
Hillsborough, NJ 08844

Sr. Vice President: Andrew J. Higgins
Address: 2 Clerico Lane
Hillsborough, NJ 08844

Vice President
& Controller Dennis W. Doll
600 South Avenue
Westfield, NJ 07090

Vice President
Address: Scott Linden
122 Dean Street
Taunton, MA 02780

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TALLAHASSEE, FLORIDA

STATE OF NEW JERSEY
DEPARTMENT OF TREASURY
SHORT FORM STANDING

APPLIED WATER MANAGEMENT, INC.

*I, the Treasurer of the State of New Jersey,
do hereby certify that the above-named
New Jersey Domestic Profit Corporation was
registered by this office on March 26, 1998.*

*As of the date of this certificate, said business
continues as an active business in good standing
in the State of New Jersey, and its Annual Reports
are current.*

*I further certify that the registered agent and
registered office are:*

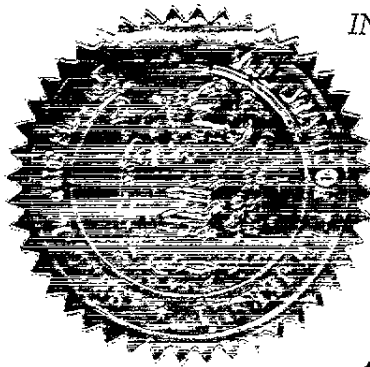
Walter M. Braswell Esq
600 South Avenue
Westfield, NJ 07090

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TALLAHASSEE, FLORIDA

STATE OF NEW JERSEY
DEPARTMENT OF TREASURY
SHORT FORM STANDING

APPLIED WATER MANAGEMENT, INC.



IN TESTIMONY WHEREOF, I have
hereunto set my hand and
affixed my Official Seal
at Trenton, this
11th day of July, 2001

A handwritten signature in cursive script, appearing to read "Peter R. Lawrance".

Peter R Lawrance
Acting State Treasurer

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TALLAHASSEE FLORIDA

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