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October 16, 2002

CORPORATION NAME (S) AND DOCUMENT NUMBER (S):

National Waterworks, Inc.

F02000005195

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FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Filing Evidence

☒ Plain/Confirmation Copy

☐ Certified Copy

Retrieval Request

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Type of Document

☐ Certificate of Status

☐ Certificate of Good Standing

☐ Articles Only

☐ All Charter Documents to Include Articles & Amendments

☐ Fictitious Name Certificate

☐ Other

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	Amendment
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	Change of Registered Agent
	Dissolution/Withdrawal
	Merger Preclearance

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X	Foreign
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3 pages

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. National Waterworks, 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. 05-0532711
(FEI number, if applicable)

4. September 5, 2002
(Date of incorporation)

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

6. upon filing
(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.)

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7. American Plaza, 200 West Highway 6, Suite 620, Waco, Texas 76712
(Principal office address)

(Current mailing address)

8. To engage in any lawful act or activity for which a corporation may be organized.
(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: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee, Florida 32301
(City) (Zip code)

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.

By: John H. Pelletier JOHN H. PELLETIER
~~ASST. VICE PRESIDENT~~
(Registered agent's signature)

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: See attached schedule

Address: ______

______

Vice Chairman: ______

Address: ______

______

Director: ______

Address: ______

______

Director: ______

Address: ______

______

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B. OFFICERS

President: See attached schedule

Address: ______

______

Vice President: ______

Address: ______

______

Secretary: ______

Address: ______

Treasurer: ______

Address: ______

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

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

14. James Stefanick - Assistant Secretary
(Typed or printed name and capacity of person signing application)

Schedule

Officers and Director of National Waterworks, Inc.

Officers

Name	Title	Address
Stephen P. Murray	President, Secretary	c/o JP Morgan Partners, LLC 1221 Avenue of the Americas, 39th Floor New York, NY 10020-1080
James Stefanick	Assistant Secretary	c/o O'Melveny & Myers LLP 30 Rockefeller Plaza, 27th Floor New York, NY 10112

Director

Name	Title	Address
Stephen P. Murray	President, Secretary	c/o JP Morgan Partners, LLC 1221 Avenue of the Americas, 39th Floor New York, NY 10020-1080

Delaware

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "NATIONAL WATERWORKS, 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 OCTOBER, A.D. 2002.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "NATIONAL WATERWORKS, INC." WAS INCORPORATED ON THE FIFTH DAY OF SEPTEMBER, A.D. 2002.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

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TALLAHASSEE, FLORIDA

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 2031666

DATE: 10-11-02