

# Electronic Filing Cover Sheet

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2006 MAY 31 A 11:42  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA







**FOREIGN PROFIT/NONPROFIT CORPORATION**  
**MUELLER WATER PRODUCTS, INC.**

|                       |         |
|-----------------------|---------|
| Certificate of Status | 0       |
| Certified Copy        | 0       |
| Page Count            | 07      |
| Estimated Charge      | \$70.00 |

## Help

10-1-06

# 06000146805-2

**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. Mueller Water Products, Inc.**

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"  
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

**2. Delaware**

(State or country under the law of which it is incorporated)

**3. 20-3547095**

(FEI number, if applicable)

**4. September 22, 2005**

(Date of incorporation)

**5. Perpetual**

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

**6. Upon Qualification**

(Date first transacted business in Florida, if prior to registration)  
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

**7. 110 Corporate Drive, Suite 10, Portsmouth, NH 03801**

(Principal office address)

Same as above

(Current mailing address)

**8. Any lawful act or activity permitted under Delaware law.**

(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 NOT acceptable)**

Name: **Corporation Service Company**

Office Address: **1201 Hays Street**

**Tallahassee**

(City)

Florida **32301**

(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.



**Troy Todd  
as its agent**

(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.

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

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**A. DIRECTORS**Chairman: **SEE ATTACHED SCHEDULE**

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

Vice Chairman: \_\_\_\_\_

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

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

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

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

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

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TALLAHASSEE, FLORIDA**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. \_\_\_\_\_

(Signature of Director or Officer listed in number 12 of the application)

14. **MaryLiz A. Geffer****Assistant Secretary**

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

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**MUELLER WATER PRODUCTS, INC.**

**DIRECTORS:**

Gregory E. Hyland, Chairman  
4211 W. Boy Scout Blvd.  
Tampa, FL 33607

Donald N. Boyce  
4211 W. Boy Scout Blvd.  
Tampa, FL 33607

Howard L. Clark  
4211 W. Boy Scout Blvd.  
Tampa, FL 33607

Jerry W. Kolb  
4211 W. Boy Scout Blvd  
Tampa, FL 33607

Joseph B. Leonard  
4211 W. Boy Scout Blvd.  
Tampa, FL 33607

Mark J. O'Brien  
4211 W. Boy Scout Blvd.  
Tampa, FL 33607

Bernard G. Rethore  
4211 W. Boy Scout Blvd.  
Tampa, FL 33607

Neil A. Springer  
4211 W. Boy Scout Blvd.  
Tampa, FL 33607

Michael T. Tokarz  
4211 W. Boy Scout Blvd.  
Tampa, FL 33607

**OFFICERS:**

Gregory E. Hyland  
Chairman of the Board,  
President and Chief  
Executive Officer

Dale B. Smith  
Chief Operating Officer and  
Chief Executive Officer  
Mueller Group  
500 W. Eldorado St.  
Decatur, IL 62522

Doyce Gaskin  
Vice President, Mfg.  
956 Industrial Blvd.  
Albertville, AL 35950

Jeffery W. Sprick  
Chief Financial Officer  
4211 W. Boy Scout Blvd.  
Tampa, FL 33607

Victor P. Patrick  
Vice President, Secretary  
4211 W. Boy Scout Blvd.  
Tampa, FL 33607

William F. Ohrt  
Vice President  
4211 W. Boy Scout Blvd.  
Tampa, FL 33607

Joseph J. Troy  
Vice President  
4211 W. Boy Scout Blvd.  
Tampa, FL 33607

Jason Ausher  
Vice President, Controller  
500 W. Eldorado Street  
Decatur, IL 62522

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TALLAHASSEE, FLORIDA

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**Officers (continued)**

Raymond Torok  
President, US Pipe  
3300 First Ave. North  
Birmingham, AL 35222

Thomas E. Fish  
President, Anvil  
110 Corporate Drive  
Suite 10  
Portsmouth, NH 03801

Jennifer Thomas  
Executive Vice President,  
Human Resources  
4211 W. Boy Scout Blvd.  
Tampa, FL 33607

Miles C. Dearden, III  
Senior Vice President  
4211 W. Boy Scout Blvd.  
Tampa, FL 33607

Walter A. Smith  
Treasurer, Vice President  
500 W. Eldorado Street  
Decatur, IL 62522

MaryLiz A. Geffert  
Assistant Secretary  
110 Corporate Drive  
Suite 10  
Portsmouth, NH 03801

Cynthia B. Eisch  
Assistant Treasurer  
500 W. Eldorado Street  
Decatur, IL 62522

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# Delaware

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
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I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT "MUELLER WATER PRODUCTS, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE NOT HAVING BEEN CANCELLED OR DISSOLVED SO FAR AS THE RECORDS OF THIS OFFICE SHOW AND IS DULY AUTHORIZED TO TRANSACT BUSINESS.

THE FOLLOWING DOCUMENTS HAVE BEEN FILED:

CERTIFICATE OF INCORPORATION, FILED THE TWENTY-SECOND DAY OF SEPTEMBER, A.D. 2005, AT 11:51 O'CLOCK A.M.

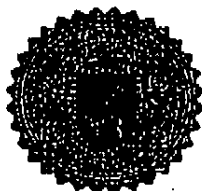
CERTIFICATE OF MERGER, CHANGING ITS NAME FROM "MUELLER HOLDING COMPANY, INC." TO "MUELLER WATER PRODUCTS, INC.", FILED THE SECOND DAY OF FEBRUARY, A.D. 2006, AT 12:25 O'CLOCK P.M.

RESTATED CERTIFICATE, FILED THE TWENTY-FIFTH DAY OF MAY, A.D. 2006, AT 7:20 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CERTIFICATES ARE THE ONLY CERTIFICATES ON RECORD OF THE AFORESAID CORPORATION, "MUELLER WATER PRODUCTS, INC.".

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



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*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4783620

DATE: 05-31-06

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*Delaware*

*The First State*

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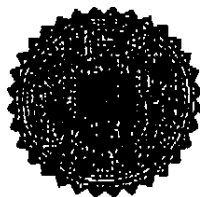
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HAVE BEEN PAID TO DATE.

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TALLAHASSEE, FLORIDA



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*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

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DATE: 05-31-06

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