

F060000004305

Florida Department of State
Division of Corporations
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OR AMND/RESTATE/CORRECT OR O/D RESIGN**WEDECO, INC.**

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PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
(Pursuant to s. 607.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

FO6000004305

(Document number of corporation (if known))

1. WEDECO, INC.

(Name of corporation as it appears on the records of the Department of State)

2. Delaware

(Incorporated under laws of)

3. 6/21/2006

(Date authorized to do business in Florida)

FILED
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SECRETARY OF STATE
TALLAHASSEE FL 32399

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? 12/22/2008

5. ITT WATER & WASTEWATER U.S.A., INC.

(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)

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

6. If the amendment changes the period of duration, indicate new period of duration.

(New duration)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

(New jurisdiction)

8. Attached is a certificate or document of similar import, evidencing the amendment, authenticated not more than 90 days prior to delivery of the application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the laws of which it is incorporated.

Jane Dobson
(Signature of a director, president or other officer - If in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

Jane Dobson
(Typed or printed name of person signing)

Vice-President
(Title of person signing)

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"ITT WATER & WASTEWATER U.S.A., INC.", A DELAWARE CORPORATION,

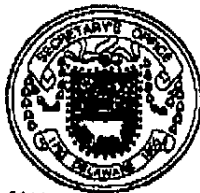
WITH AND INTO "WEDECO, INC." UNDER THE NAME OF "ITT WATER & WASTEWATER U.S.A., INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-SECOND DAY OF DECEMBER, A.D. 2008, AT 6:18 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2008, AT 11:59 O'CLOCK P.M.

2753551 8100M

090635917

You may verify this certificate online
at corp.delaware.gov/authver.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 7374766

DATE: 06-22-09

State of Delaware
Secretary of State
Division of Corporations
Delivered 06:25 PM 12/22/2008
FILED 06:18 PM 12/22/2008
SRV 081221687 - 2753351 FILE

**CERTIFICATE OF MERGER OF
ITT WATER & WASTEWATER U.S.A., INC. INTO WEDECO, INC.**

The undersigned corporation organized and existing under and by virtue of the General Corporation Law of Delaware,

DOES HEREBY CERTIFY:

FIRST: That the name and state of incorporation of each of the constituent corporations of the merger is as follows:

NAME	STATE OF INCORPORATION
ITT Water & Wastewater U.S.A., Inc.	Delaware
Wedeco, Inc.	Delaware

SECOND: That an agreement of merger between the parties to the merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with the requirements of section 251 of the General Corporation Law of Delaware.

THIRD: The name of the surviving corporation of the merger is Wedeco, Inc., which shall hereinwith be changed to ITT Water & Wastewater U.S.A., Inc.

FOURTH: That the amendments or changes in the Certificate of Incorporation of Wedeco, Inc. the surviving corporation, as are to be effected by the merger are as follows:

The First Article shall be amended and read as follows: "The name of the Corporation shall be ITT Water & Wastewater U.S.A., Inc."

FIFTH: This merger shall become effective as of 11:59 p.m. on December 31, 2008.

SIXTH: That the executed Agreement of Merger is on file at an office of the surviving corporation, the address of which is 35 Nutmeg Drive, Trumbull, CT 06611

SEVENTH: That a copy of the Agreement of Merger will be furnished by the surviving corporation, on request and without cost, to any stockholder of any constituent corporation.

Wedeco, Inc.

By: /s/ Jane Dobson
Name: Jane Dobson
Title: Vice President and Secretary
Dated: December 16, 2008