

F0800004412

Division of Corporations

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Florida Department of State
Division of Corporations
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DIVISION OF CORPORATIONS

FOREIGN PROFIT/NONPROFIT CORPORATION

Jacuzzi Inc. d/b/a Jacuzzi Luxury Bath Inc.

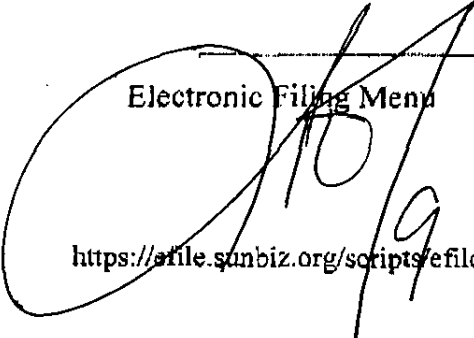
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TALLAHASSEE, FLORIDA

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10/8/2008

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. JACUZZI INC.

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

Jacuzzi Luxury Bath Inc.

(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. 68-0414923

(FEI number, if applicable)

4. 06/09/1998

(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. 13925 City Center Drive, Suite #200, Chino Hills, CA 91709

(Principal office address)

same

(Current mailing address)

8. Whirlpools, Bathtubs, Spas, and Spa Equipment Sales and Manufacturing

(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: C T Corporation System

Office Address: 1200 South Pine Island Road

Plantation

(City)

. Florida

33324

(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.

C T Corporation System

By: M. T. Fitzpatrick

(Registered agent's signature)

M. T. Fitzpatrick, 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 business addresses of officers and/or directors:

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

A. DIRECTORS

Chairman: SEE ATTACHMENT

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: SEE ATTACHMENT

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

14. SCOTT ROWE ASST. SECRETARY
(Typed or printed name and capacity of person signing application)

Jacuzzi Inc.

Attachment to State Qualification

ATTACHMENT A

LISTING OF DIRECTORS:

| NAME | ADDRESS |
|-----------------|---|
| Thomas Koos | 13925 City Center Drive, Suite 200 Chino Hills, CA 91709 |
| Anthony Lovallo | 13925 City Center Drive, Suite 200 Chino Hills, CA 91709 |

LISTING OF OFFICERS:

| NAME | TITLE | ADDRESS |
|------------------------|---|---|
| Ferguson, Glen | Chief Financial Officer, Treasurer, Vice President | 13925 City Center Drive, Suite 200 Chino Hills, CA 91709 |
| Koos, Thomas | Chief Executive Officer, President | 13925 City Center Drive, Suite 200 Chino Hills, CA 91709 |
| Lovallo, Anthony F. | General Counsel, Secretary, Vice President | 13925 City Center Drive, Suite 200 Chino Hills, CA 91709 |
| Michelle Cervantez | Vice President, Chief Marketing Officer | 13925 City Center Drive, Suite 200 Chino Hills, CA 91709 |
| Jonathan Clark | Vice President | 13925 City Center Drive, Suite 200 Chino Hills, CA 91709 |
| William B. Demeritt | Vice President | 13925 City Center Drive, Suite 200 Chino Hills, CA 91709 |
| Brett Mueller | Vice President -- Operations | 13925 City Center Drive, Suite 200 Chino Hills, CA 91709 |
| Scott Rowe | Assistant Secretary | 13925 City Center Drive, Suite 200 Chino Hills, CA 91709 |
| Paul VanSlyke | Vice President - Finance | 13925 City Center Drive, Suite 200 Chino Hills, CA 91709 |

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "JACOZZI 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 SEVENTH DAY OF OCTOBER, A.D. 2008.

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 HAVE BEEN PAID TO DATE.

2905991 8300

081020443

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



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6898522

DATE: 10-07-08