

F96000006744

Document Number Only

C T CORPORATION SYSTEM

Requestor's Name
660 East Jefferson Street

Address
Tallahassee, Florida 32301

City State Zip Phone

W96-26834

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-12/23/96--01017--027
*****70.00 *****70.00

CORPORATION(S) NAME

American Water Heater Company

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96 DEC 23 AM 11:44

*mtu
12/24*

- Profit
- NonProfit
- Limited Liability Company
- Amendment
- Merger
- Foreign
- Dissolution/Withdrawal
- Mark
- Limited Partnership
- Annual Report
- Other
- Reinstatement
- Reservation
- Change of R.A.
- Limited Liability Partnership
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Name Availability
Document Examiner
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Verifier
Acknowledgment
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12/23/96

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 23, 1996

CT CORP

SUBJECT: AMERICAN WATER HEATER COMPANY
Ref. Number: W96000026834

Walk-In 12/23

Freta,
Please file with
today date 12/23

We have received your document for AMERICAN WATER HEATER COMPANY and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The date first transacted business in Florida within the meaning of s. 607.1501 or 608.501, F.S., must be set forth in section 6 of the application. If the corporation/limited liability company has not yet transacted business in Florida within this meaning, please insert the words "upon qualification" in lieu of a date.

Please verify the FEI number you have listed in section #3 of the application. Our records reflect that this FEI number also belongs to an active foreign corporation know as Mor-Flo Industries, Inc.. (F94000003198)

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6093.

Freta Lott
Corporate Specialist Supervisor

Letter Number: 196A00056966

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96 DEC 23 PM 4:13
DIVISION OF CORPORATION

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION
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. American Water Heater Company
(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. Nevada 3. 34-0299600
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 12/17/96 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Upon Qualification
(Date first transacted business in Florida. (See sections 607.1501, 607.1502 and 817.1502 F.S.))

7. 500 Princeton Road
Johnson City, Tennessee 37601
(Current mailing address)

8. Engage in the business of manufacturing and selling water heaters
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent:

Name: C T CORPORATION SYSTEM

Office Address: c/o C T Corporation System, 1200 South Pine Island Road

Plantation, Florida, 33324
(Zip Code)

10. Registered agent 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


(Registered agent's signature) (Officer)

Jeffrey H. Graves / Asst. Secy.
(Type Name and Title of Officer)

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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 addresses of officers and/or directors:

A. DIRECTORS

Chairman: Graham H. Hall

Address: 13 Rachael Glou

Silverwater, NSW, 2128, AUSTRALIA

Director: Greg J. Hagan

Address: 100 Galleria Parkway, Suite 900

Atlanta, GA 30339

Director: Robert W. Trudeau

Address: 500 Princeton Road

Johnson City, Tennessee 37601

Director: Anthony R. Carbone

Address: 500 Princeton Road

Johnson City, Tennessee 37601

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B. OFFICERS

President: Robert W. Trudeau

Address: 500 Princeton Road

Johnson City, Tennessee 37601

Vice President: Anthony R. Carbone

Address: 500 Princeton Road

Johnson City, Tennessee 37601

Secretary: Edward T. Hackney

Address: 100 Galleria Parkway, Suite 900

Atlanta, Georgia 30339

Treasurer: Anthony R. Carbonu

Address: 500 Princeton Road

Johnson City, Tennessee 37601

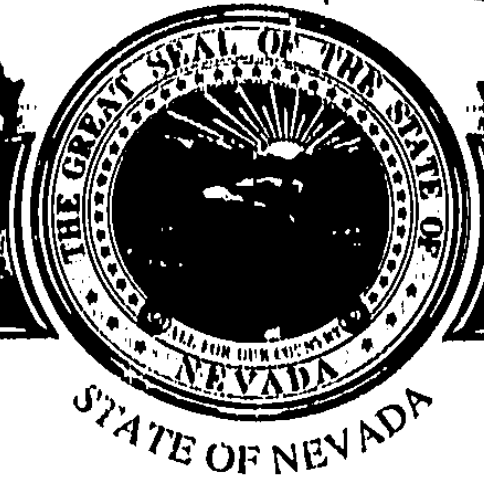
NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. Edward T Hackney
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Edward T Hackney - SECRETARY
(Typed or printed name and capacity of person signing application)

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SECRETARY OF STATE



CERTIFICATE OF EXISTENCE WITH STATUS IN GOOD STANDING

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I, DEAN HELLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to filings by corporations, limited-liability companies, limited partnerships, and limited-liability partnerships pursuant to Title 7 of the Nevada Revised Statutes which are either presently in a status of good standing or were in good standing for a time period subsequent of 1976 and am the proper officer to execute this certificate.

I further certify that the records of the Nevada Secretary of State, at the date of this certificate, evidence, **AMERICAN WATER HEATER COMPANY**, as a corporation duly organized under the laws of Nevada and existing under and by virtue of the laws of the State of Nevada since December 17, 1996, and is in good standing in this state.



IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office, in Carson City, Nevada, on December 20, 1996.

Dean Heller

Secretary of State

By

Cara D. Bibeau

Certification Clerk