

PROFIT CORPORATION ANNUAL REPORT 1998



FLORIDA DEPARTMENT OF STATE Sandra B. Morham Secretary of State DIVISION OF CORPORATIONS

FILED May 27 1998 8:00am Secretary of State

DOCUMENT #

1. Corporation Name U.S. Filter Wastewater Group, Inc. F97000000373

Principal Place of Business Mailing Address

3. Date Incorporated or Qualified 11/23/97 3a. Date of Last Report

2. Principal Place of Business 21 181 Thorn Hill Rd 2a. Mailing Address 26 40-004 COOK ST.

4. FEI Number 95-4328532 Applied For Not Applicable

22 Suite, Apt. #, etc. 27 Suite, Apt. #, etc.

5. Certificate of Status Desired \$8.75 Additional Fee Required

23 City & State Warrendale, PA 24 City & State Palm Desert, CA

6. Election Campaign Financing Trust Fund Contribution \$5.00 May Be Added to Fees

24 Zip 15086 25 County 28 Zip 92211 30 County Riverside

8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes Yes No

9. Name and Address of Current Registered Agent

CT Corporation System 1200 South Pine Island Rd Plantation, FL 33324

10. Name and Address of New Registered Agent

81 Name 82 Street Address (P.O. Box Number is Not Acceptable) 83 84 City FL 85 Zip Code

11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.

SIGNATURE

12. OFFICERS AND DIRECTORS

1. TITLE D, P 2. NAME ANDREW D. Seidel 3. STREET ADDRESS 40-004 COOK ST. 4. CITY-ST-ZIP Palm Desert, CA 92211 5. TITLE D, VP, S 6. NAME DAMIAN C. GEORGINO 7. STREET ADDRESS 40-004 COOK ST. 8. CITY-ST-ZIP Palm Desert, CA 92211 9. TITLE D, VP, CFO 10. NAME KEVIN L. Spence 11. STREET ADDRESS 40-004 COOK ST. 12. CITY-ST-ZIP Palm Desert, CA 92211 13. TITLE VP, C, T 14. NAME JAMES W. DIERKER 15. STREET ADDRESS 40-004 COOK ST. 16. CITY-ST-ZIP Palm Desert, CA 92211 17. TITLE AS 18. NAME Amy G. Gossin 19. STREET ADDRESS 40-004 COOK ST. 20. CITY-ST-ZIP Palm Desert, CA 92211

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1. 1 TITLE 2. NAME 3. STREET ADDRESS 4. CITY-ST-ZIP 5. 1 TITLE 6. 2 NAME 7. 3 STREET ADDRESS 8. 4 CITY-ST-ZIP 9. 1 TITLE 10. 2 NAME 11. 3 STREET ADDRESS 12. 4 CITY-ST-ZIP 13. 1 TITLE 14. 2 NAME 15. 3 STREET ADDRESS 16. 4 CITY-ST-ZIP 17. 1 TITLE 18. 2 NAME 19. 3 STREET ADDRESS 20. 4 CITY-ST-ZIP

600002537966 -05/28/98--01010--016 ***150.00

14. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 199.07(3)(k), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 507, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address.

SIGNATURE: Amy Gossin

4/20/98

CR2E034 (12/95)