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TRANSMITTAL LETTER

TO: Qualification/Tax Lien Section
Division of Corporations

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-12/21/98--01110--002
*****70.00 *****70.00

SUBJECT: Aqua Aire of Florida, Inc.
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

W98-28541

Attorney Jack W. Lemke
(Name of Person)

Herrling, Clark, Hartzheim & Siddall, Ltd.
(Firm/Company)

800 North Lynndale Drive
(Address)

Appleton, WI 54914
(City/State/Zip)

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Should you need to call someone concerning this matter, please call:

Dixie A. Thoyre
(Name of Person)

at 920-739-7366
(Area Code & Daytime Telephone Number)

COURIER ADDRESS:

Qualification/Tax Lien Sec.
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 22, 1998

ATTORNEY JACK W. LEMKE
HERRLING, CLARK, HARTZHEIM & SIDDALL, LT
800 NORTH LYNNDALE DR.
APPLETON, WI 54914

SUBJECT: AQUA AIRE OF FLORIDA, INC.
Ref. Number: W98000028541

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We have received your document for AQUA AIRE OF FLORIDA, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must list your Federal Employer Identification Number in the appropriate block. If applied for, enter "applied for", or if not applicable, enter "N/A".

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. (Note: Pursuant to s. 607.1502(4), F.S., this office collects a civil penalty of \$1000 for each year other than the application filing year, that a foreign corporation or limited liability company transacts business in this state without authority along with the past annual report fees due this office.)

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 (850) 487-6095.

Jennifer Sindt
Document Examiner

Letter Number: 198A00059960

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION
TO TRANSACT BUSINESS IN FLORIDA

FT

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. Agua Aire of Florida, Inc.
(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. Wisconsin 3. 39-1944601
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. November 4, 1998 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 817.155, F.S.)

7. N4688 Highway E
Kaukauna, WI 54130
(Current mailing address)

8. To engage in any lawful activity within the purposes for which corporations may be
organized under the Wisconsin Business Corporation Law (Chap. 180 of the Wis. Stats.)
(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: (P.O. Box or Mail Drop Box NOT
acceptable)

Name: Marilyn Summe

Office Address: 29 Cove Lane

Eustis, Florida, 32726
(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.

Marilyn A. Summe
(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 addresses of officers and/or directors: (Street address ONLY - P.O. Box NOT acceptable)

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: Thomas J. Murphy

Address: N4664 Olde Ireland Way

Freedom, WI 54131

Vice Chairman: _____

Address: _____

Director: Dean P. Murphy

Address: N4688 Highway E

Kaukauna, WI 54130

Director: Terry L. Semrow

Address: 5722 South 3600 West

Roy, UT 84067

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B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: Thomas J. Murphy

Address: N4664 Olde Ireland Way

Freedom, WI 54131

Vice President: Dean P. Murphy

Address: N4688 Highway E

Kaukauna, WI 54130

Secretary: Dean P. Murphy

Address: N4688 Highway E

Kaukauna, WI 54130

Treasurer: Thomas J. Murphy

Address: N4664 Olde Ireland Way

Freedom, WI 54131

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

13. *Dean P. Murphy*

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Dean P. Murphy, Secretary

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

United States of America

State of Wisconsin

DEPARTMENT OF FINANCIAL INSTITUTIONS

To All to Whom These Presents Shall Come, Greeting:

I, RICHARD L. DEAN, Secretary, Department of Financial Institutions, do hereby certify that


AQUA AIRE OF FLORIDA, INC.

is a domestic corporation organized under the laws of this state and that its date of incorporation is NOVEMBER 3, 1998.

I further certify that said corporation has not yet completed its initial report year and, accordingly, has not filed an annual report under sec. 180.1622, 180.1921, or 181.651 of the Wisconsin Statutes; and that said corporation has not filed articles of dissolution.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the official seal of the Department on NOVEMBER 13, 1998.




Richard L. Dean, Secretary
Department of Financial Institutions

BY: 

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Effective July 1, 1996, the Department of Financial Institutions assumed the functions previously performed by the Corporations Division of the Secretary of State and is the successor custodian of corporate records formerly held by the Secretary of State.