



F99000004208

ACCOUNT NO. : 072100000032

REFERENCE : 340676 4719887

AUTHORIZATION :

*Patricia Pizant*

COST LIMIT : \$ 70.00

ORDER DATE : August 12, 1999

ORDER TIME : 9:55 AM

ORDER NO. : 340676-010

CUSTOMER NO: 4719887

400002960434-1

CUSTOMER: Mr. Carlos Meda  
Davis Polk & Wardwell  
450 Lexington Avenue

New York, NY 10017

FOREIGN FILINGS

NAME: HERSEY METERS CO.

*(5)*

XXXX QUALIFICATION (TYPE: CO)

*BK 8/16/99*

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds

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DIVISION OF CORPORATIONS  
99 AUG 16 PM 1:52

RECEIVED  
99 AUG 16 AM 10:41  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT  
BUSINESS IN FLORIDA**

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IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED  
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. HERSEY METERS CO.  
(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. Delaware 3. \_\_\_\_\_  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. August 4, 1999 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. c/o Mueller Group, 500 West Eldorado Street, Decatur, IL 62525

(Current mailing address)

Any lawful act or activity for which corporations may be organized, including, but not limited to, manufacturing water meters.

8. \_\_\_\_\_  
(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 or Mail Drop Box NOT acceptable)**

Name: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee, Florida, 32301  
(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.*

Corporation Service Company

By: *Patricia Simpson*  
(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.

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: See attached officers/directors rider

Address: \_\_\_\_\_  
\_\_\_\_\_

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

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

President: See attached officers/directors rider

Address: \_\_\_\_\_  
\_\_\_\_\_

Vice President: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

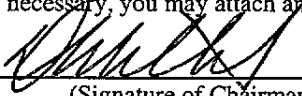
Secretary: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

Treasurer: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

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

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

14. David Wittels, President  
(Typed or printed name and capacity of person signing application)

## OFFICERS/DIRECTORS RIDER

Application for Authority

HERSEY METERS CO.

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### List of Officers

**Name:** David Wittels **Title:** President  
**Bus. Addr.:** 277 Park Avenue, New York, NY 10172

**Name:** Tim White **Title:** V.P./Treasurer  
**Bus. Addr.:** 277 Park Avenue, New York, NY 10172

**Name:** Darrell Jean **Title:** Corporate  
Controller  
**Bus. Addr.:** 500 West Eldorado Street, Decatur, IL 62525

**Name:** Ivy Dodes **Title:** Secretary  
**Bus. Addr.:** 277 Park Avenue, New York, NY 10172

### List of Directors

**Name:** Thompson Dean  
**Bus. Addr.:** 277 Park Avenue, New York, NY 10172

**Name:** David Wittels  
**Bus. Addr.:** 277 Park Avenue, New York, NY 10172

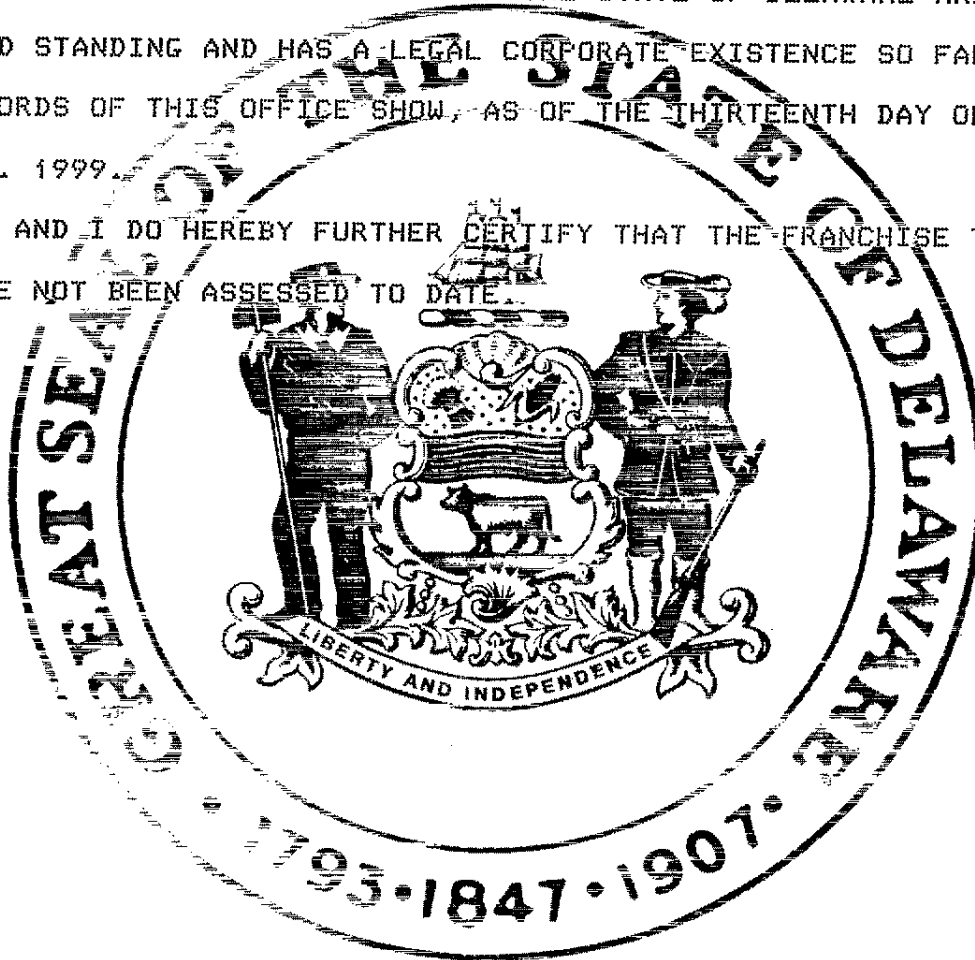
**Name:** Timothy White  
**Bus. Addr.:** 277 Park Avenue, New York, NY 10172

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Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "HERSEY METERS CO." 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 THIRTEENTH DAY OF AUGUST A.D. 1999.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.



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*Edward J. Freel*

Edward J. Freel, Secretary of State



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AUTHENTICATION:

9920511

DATE:

08-13-99