

Katherine Harris, Secretary of State

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Account Number : 076424003301 Phone : (613)223-7474 Fax Number : (613)229-6553

90-2051 /CLF

FOREIGN LIMITED LIABILITY COMPANY

SEMSCO Panama, L.L.C.

Certificate of Status	. 0
Certified Copy	1
Page Count	04
Estimated Charge	\$155,00

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SECHETARY OF STATE
TALLAHASSEE, FLORIDA

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APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

,	
IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:	A FOREIGN
1. SEMSCO Panama, L.L.C.	
(Name of foreign limited liability company)	
2. Delaware (Jurisdiction under the law of which foreign limited liability company is organized) 3. Applied for (FEI number, if applicable)	
4. June 1, 2000 5. Perpetual (Duration: Year limited liability company will contain the contain the company will contain the contain t	ast to
6. June 6 Jaco (Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.)	
7. 9501 Highway 92 East	
Tampa, FL 33610 (Street address of principal office)	.
8. If limited liability company is a manager-managed company, check here	
9. The usual business addresses of the managing members or managers are as follows:	
Clayton International, L.L.C.	
9501 Highway 92 East	
Tampa, FL 33610	
10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custo the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign languar translation of the certificate under eath of the translator must be submitted.) 11. Nature of business or purposes to be conducted or promoted in Florida: water works	
Signature of a member or an authorized representative of a member. (In accordance with section 608.408(3), F.S., the execution of this document constitutes	8: 55
an affirmation under the penalties of perjury that the facts stated herein are true.) Clayton International, L.L.C. By: Clayton Acquisition Company By: C. (4)	

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CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Li	ability Company is:
SEMSCO Panama, L.	L.C.
2. The name and the Florida se	reet address of the registered agent and office are:
James C	. Williams, Jr. (Name)
	ghway 92 East orida street address (P.O. Box <u>NOT</u> ACCEPTABLE)
Tampa	FL 33610 City/State/Zip

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S..

Jues C Williams (Signature)

\$ 100.00 Filing Fee for Application
\$ 25.00 Designation of Registered Agent
\$ 30.00 Certified Copy (optional)
\$ 5.00 Certificate of Status (optional)

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State of Delaware Office of the Secretary of State

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SEMSCO PANAMA, L.L.C." IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE SECOND DAY OF JUNE, A.D. 2000.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "SEMSCO PANAMA, L.L.C." WAS FORMED ON THE FIRST DAY OF JUNE, A.D. 2000.

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

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Edward J. Freel, Secretary of State

AUTHENTICATION:

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DATE:

06-02-00 (((H000000309922))) TOTAL P.04