

MO2 0000001182



VIA COURIER

April 25, 2002

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

400005416564--8
-05/01/02--01055--016
****125.00 ****125.00

Re: IMServ North America LLC

Dear Sirs:

I enclose an Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida along with payment of the application filing and designation of registered agent fees.

Kindly process the filing and return the letter of acknowledgment to:

Donna M. Haynes
c/o Invensys Control Systems
2809 Emerywood Parkway, Suite 400
Richmond, Virginia 23294

FILED
02 MAY - 1 PM 4: 07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Your assistance in this matter is truly appreciated.

Sincerely;

Donna M. Haynes

Donna M. Haynes
Paralegal

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QR

Enclosures

Invensys Control Systems

2809 Emerywood Parkway Suite 400 Richmond Virginia 23294-3743 USA
Mailing address PO Box 26544 Richmond Virginia 23261-6544 USA
Telephone +1 804 756 6500 Facsimile +1 804 756 6564 www.invensys.com

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

*IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN
LIMITED LIABILITY COMPANY TO TRANSACTION BUSINESS IN THE STATE OF FLORIDA:*

1. IMServ North America LLC
(Name of foreign limited liability company)
2. Delaware 3. 91-1886700
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)
4. December 12, 1998 5. Perpetual
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")
6. March 1, 2002
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 8601 Six Forks Road
Raleigh, North Carolina 27615
(Street address of principal office)

8. If limited liability company is a manager-managed company, check here ☐

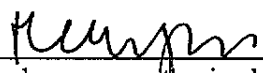
9. The name and usual business addresses of the managing members or managers are as follows:

Invensys Metering Headquarters Corporation
8601 Six Forks Road
Raleigh, North Carolina 27615

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02 MAY - 1 PM 4:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

11. Nature of business or purposes to be conducted or promoted in Florida: Provide meter
reading services


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
an affirmation under the penalties of perjury that the facts stated herein are true.)
Timothy J. Dolan, Vice President Of Sole Member
Typed or printed name of signee

**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 Liability Company is:

IMServ North America LLC

2. The name and the Florida street address of the registered agent and office are:

CT Corporation System

(Name)

1200 South Pine Island Road

Florida street address (P.O. Box **NOT** ACCEPTABLE)

Plantation FL 33324

(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.



(Signature)

Judith B. Argao
Asst. Secretary & V. President

\$ 100.00

\$ 25.00

\$ 30.00

\$ 5.00

Filing Fee for Application

Designation of Registered Agent

Certified Copy (optional)

Certificate of Status (optional)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

02 MAY -1 PM 4:07

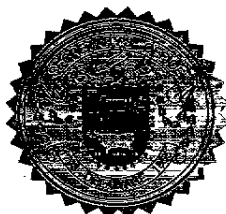
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Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "IMSERV NORTH AMERICA LLC" 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 NINETEENTH DAY OF APRIL, A.D. 2002.



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Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 1732820

DATE: 04-19-02