

OCT. 24. 2002 3:29PM
Division of Corporations

ROGERS TOWERS

NO. 1149 P. 1 of 2

P02000114736

Florida Department of State
Division of Corporations
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TALLAHASSEE, FLORIDA
02 OCT 24 AM 7:03

FLORIDA PROFIT CORPORATION OR P.A.

U.S. Filter Systems, Inc.

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$70.00

F. 04123958

OCT 25

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ARTICLES OF INCORPORATION
OF
U.S. FILTER SYSTEMS, INC.

ARTICLE I

Name

The name of this corporation is:

U.S. FILTER SYSTEMS, INC.

ARTICLE II

Purpose

The nature of the business to be transacted is to provide goods for public consumption and any other lawful business and to exercise all powers granted to corporations by the Business Corporation Act of the State of Florida.

ARTICLE III

Authorized Capital

The total number of shares that this corporation is authorized to issue is One Hundred (100) shares of Common Stock, par value of One Cent (\$0.01) each.

ARTICLE IV

Duration

This corporation will exist perpetually until legally dissolved.

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ARTICLE V**Principal Office; Mailing Address**

The principal office and mailing address of this corporation will be at Rt. 18, Box 360, Lake City, FL 32025, or such other address as the Board of Directors may from time to time designate.

ARTICLE VI
Incorporator

The name and address of the sole incorporator of the corporation is as follows:

<u>NAME</u>	<u>ADDRESS</u>
Christopher A. Williams	Rt. 18, Box 360 Lake City, FL 32025

ARTICLE VII**Registered Agent**

The name of the initial registered agent of this corporation and the street address of the initial registered office of this corporation is:

<u>NAME</u>	<u>ADDRESS</u>
Christopher A. Williams	Rt. 18, Box 360 Lake City, FL 32025

ARTICLE VIII**Amendment**

This corporation reserves the right to amend, alter, change or repeal any provision contained in its articles of incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon stockholders herein are granted subject to this reservation.


THE UNDERSIGNED, being the sole original incorporator hereinbefore named for the purpose of forming a corporation to do business both within and without the State of Florida, do make, subscribe, acknowledge, and file these articles, hereby

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declaring and certifying that the facts herein stated are true,
and accordingly have hereunto set my hand and seal this 30th day
of September, 2002.



Christopher A. Williams
Shareholder

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statutes, the below named corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is:

U.S. Filter Systems, Inc.

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

Christopher A. Williams

Rt. 18, Box 360
Lake City, FL 32025

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION 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.

SIGNATURE: Christopher A. Williams
Christopher A. Williams

DATE: 9/30/02

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