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Mar 13 1998 8:00am  
Secretary of State

<b>PROFIT CORPORATION</b> <b>ANNUAL REPORT</b> <b>1998</b>		<b>FLORIDA DEPARTMENT OF STATE</b> <b>Sandra B. Mortham</b> Secretary of State DIVISION OF CORPORATIONS
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**DOCUMENT # P08535 (7)**  
 1. Corporation Name  
**ZURN CONSTRUCTORS, INC.**



DO NOT WRITE IN THIS SPACE

Principal Place of Business <b>ONE ZURN PLACE</b> <b>P. O. BOX 2000</b> <b>ERIE PA 16505</b> <b>US</b>		Mailing Address <b>ONE ZURN PLACE</b> <b>P. O. BOX 2000</b> <b>ERIE PA 16514-2000</b> <b>US</b>	
<b>2. Principal Place of Business</b> <b>21 14801 Quorum Dr.</b> Suite, Apt. #, etc. <b>22 Dallas, TX</b> City & State <b>23 Dallas, TX</b> Zip <b>24 75240</b>		<b>2a. Mailing Address</b> <b>26 14801 Quorum Dr.</b> Suite, Apt. #, etc. <b>27 P.O. Box 709001</b> City & State <b>28 Dallas, TX</b> Zip <b>29 75370-9001</b>	
<b>25 U.S.</b> Country		<b>30 U.S.</b> Country	

<b>3. Date Incorporated or Qualified</b> <b>12/26/1985</b>	
<b>4. FEI Number</b> <b>95-3700653</b>	Applied For <input type="checkbox"/> Not Applicable
<b>5. Certificate of Status Desired</b> <input type="checkbox"/>	<b>\$8.75 Additional Fee Required</b>
<b>6. Election Campaign Financing</b> <input type="checkbox"/>	<b>\$5.00 May Be Added to Fees</b>
<b>8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30.</b> <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	

<b>9. Name and Address of Current Registered Agent</b> <b>CT CORPORATION SYSTEM</b> <b>1200 S. PINE ISLAND ROAD</b> <b>PLANTATION FL 33324</b>		<b>10. Name and Address of New Registered Agent</b> <b>81 Name</b> <b>82 Street Address (P.O. Box Number is Not Acceptable)</b> <b>83</b> <b>84 City</b> <b>FL</b> <b>85 Zip Code</b>	
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**11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.**

SIGNATURE: \_\_\_\_\_ (NOTE: Registered Agent signature required when reinstating) DATE: \_\_\_\_\_

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
<b>T</b> <b>RUTZLER, III., JOHN E.</b> <b>ONE ZURN PLACE</b> <b>ERIE PA</b>	<input type="checkbox"/> DELETE	<b>1.1 TITLE</b> <b>1.2 NAME</b> <b>1.3 STREET ADDRESS</b> <b>1.4 CITY-ST-ZIP</b>	<b>14801 Quorum Dr.</b> <b>Dallas, TX 75240</b>
<b>A</b> <b>HYNES, JAMES H.</b> <b>ONE ZURN PLACE</b> <b>ERIE PA</b>	<input type="checkbox"/> DELETE	<b>2.1 TITLE</b> <b>2.2 NAME</b> <b>2.3 STREET ADDRESS</b> <b>2.4 CITY-ST-ZIP</b>	<b>14801 Quorum Dr.</b> <b>Dallas, TX 75240</b>
<b>S</b> <b>HAINES, DENNIS</b> <b>1 ZURN PL</b> <b>ERIE PA</b>	<input type="checkbox"/> DELETE	<b>3.1 TITLE</b> <b>3.2 NAME</b> <b>3.3 STREET ADDRESS</b> <b>3.4 CITY-ST-ZIP</b>	<b>George W. Hanthorn</b> <b>14801 Quorum Dr.</b> <b>Dallas, TX 75240</b>
<b>P</b> <b>SAAGE, LEE L</b> <b>1500 W. NINTH ST</b> <b>UPLAND CA</b>	<input type="checkbox"/> DELETE	<b>4.1 TITLE</b> <b>4.2 NAME</b> <b>4.3 STREET ADDRESS</b> <b>4.4 CITY-ST-ZIP</b>	<b>Dennis Haines</b> <b>14801 Quorum Dr.</b> <b>Dallas, TX 75240</b>
<b>D</b> <b>WOMACK, ROBERT</b> <b>ONE ZURN PLACE</b> <b>ERIE PA</b>	<input type="checkbox"/> DELETE	<b>5.1 TITLE</b> <b>5.2 NAME</b> <b>5.3 STREET ADDRESS</b> <b>5.4 CITY-ST-ZIP</b>	<b>14801 Quorum Dr.</b> <b>Dallas, TX 75240</b>
<b>D</b> <b>SHEEDER, FRANK</b> <b>ONE ZURN PLACE</b> <b>ERIE PA</b>	<input type="checkbox"/> DELETE	<b>6.1 TITLE</b> <b>6.2 NAME</b> <b>6.3 STREET ADDRESS</b> <b>6.4 CITY-ST-ZIP</b>	<b>14801 Quorum Dr.</b> <b>Dallas, TX 75240</b>

**14. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address.**

SIGNATURE: James H. Hynes  2/18/98 972/560-2000

CR2E034 (10/97)