FOR PROFIT CORPORATION

CITY - ST - ZIP

SIGNATURE: _

May 30, 2007 8:00 am Secretary of State ANNUAL REPORT 05-30-2007 90006 041 ***150.00 DOCUMENT # P11722 1. Entity Name A. O. SMITH CORPORATION 40119000 Mailing Address Principal Place of Business 11270 W PARK PLACE P.O. BOX 245001 ONE PARK PLAZA MILWAUKEE, WI 53224 US MILWAUKEE, WI 53224 US 2. Principal Place of Business 3. Mailing Address Suite, Apt. #, etc. Suite, Apt. #, etc. 04272006 Cha-P CR2E034 (11/05) City & State Applied For City & State 4. FEI Number 36-0619790 Not Applicable Country \$8.75 Additional 5. Certificate of Status Desired 6. Name and Address of Current Registered Agent 7. Name and Address of New Registered Agent Name THE PRENTICE-HALL CORPORATION SYSTEM INC. Street Address (P.O. Box Number is Not Acceptable) 1201 HAYS STREET **SUITE 105** TALLAHASSEE, FL 32301 City Zip Code FL 8. The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. I am familiar with, and accept the obligations of registered agent. SIGNATURE Signature, typed or printed name of regulatored agent and title if applicable. (NOTE: Registered Agent signature required when reinstating) DATE 9. Election Campaign Financing \$5.00 May Be FILE NOW!!! FEE IS \$150.00 After May 1, 2006 Fee will be \$550.00 Trust Fund Contribution. Added to Fees ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 11 OFFICERS AND DIRECTORS 10. 11. MILE Change Addition TITLE Delete OTOOLE, ROBERT J NAME NAME 11270 WEST PARK PLACE SUITE 1200 STREET ADDRESS STREET ADDRESS CITY-ST-ZIP MILWAUKEE, WI 36224 CITY-ST-ZIP Change Addition Delete TIT) F TITLE BISHOP, CHARLES J NAME NAME 11270 WEST PARK PLACE SUITE 1200 STREET ADDRESS STREET ADDRESS CITY-ST-7IP CITY-ST-ZIP MILWAUKEE, WI 53224 Change ☐ Addition VPTC Delete TITLE TITLE KITA, JOHN J NAME NAME 11270 WEST PARK PLACE SUITE 1200 STREET ADDRESS STREET ADDRESS CITY - ST - ZIP CITY-ST-ZIP MILWAUKEE, WI 53224 ☐ Change Addition TISSE TITLE Delete allached COLE, MICHAEL J NAME NAME 11270 WEST PARK PLACE SUITE 1200 STREET ADDRESS STREET ADDRESS MILWAUKEE, WI 53224 CITY-ST-ZIP CITY-ST-ZIP Addition Change TITLE TITLE SVP Delete KRUEGER KENNETH W NAME NAME 11270 WEST WARK PLACE SUITE 1200 STREET ADDRESS STREET ADDRESS CITY-ST-ZIP MILWAUKEE, VX 53224 CITY-ST-ZIP TITLE ☐ Change Addition TITLE Delete NAME NAME STREET ADDRESS STREET ADDRESS

CITY-ST-ZIP

12. I hereby certify that the information supplied with this filting does not qualify for the exemptions contained in Chapter 119, Florida Statutes. I further certify that the information indicated on this report or supplemental 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 10 or Block 11 if changed, or on an attachment with an address, with all other like empowered.

llill 2 Ca 4701

FILED



Address

A. O. SMITH CORPORATION

WORLD HEADQUARTERS

DIRECTORS

Date of Election:

04/10/2006

Name

<u>Address</u>

Ronald D. Brown

2090 Florence Avenue, Cincinnati, OH 45206

William F. Buehler

3121 Marsh Gate Drive, Seabrook Island, SC 29455

William P. Greubel (10/9/06) Paul W. Jones

100 Sagamore Parkway, S. Lafayette, IN 47905 11270 West Park Place, Milwaukee, WI 53224

Robert J. O'Toole

2401 West Cedar Lane, River Hills, WI 53218

Bruce M. Smith Mark D. Smith

11270 West Park Place, Milwaukee, WI 53224

Idelle K. Wolf

3725 West Grace Avenue, Mequon, WI 53092

1301 East 9th Street, Suite 700, Cleveland, OH 44114

Gene C. Wulf

P.O. Box 669, Neenah, WI 54957

OFFICERS

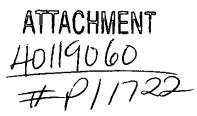
Name

Date of Election: 07/11/2006

Title

Name	THIC .	Address
Paul W. Jones Terry M. Murphy	Chairman, President and Chief Executive Officer Executive Vice President and Chief Financial Officer	11270 West Park Place, Milwaukee, WI 53224 11270 West Park Place, Milwaukee, WI 53224
Ronald E. Massa	Executive Vice President	12100 West Park Place, Milwaukee, WI 53224
Christopher L. Mapes	Executive Vice President	531 North Fourth Street, Tipp City, OH 45371
Ajita G. Rajendra	Executive Vice President	500 Tennessee Waltz Parkway Ashland City, TN 37015
W. David Romoser	Senior Vice President, General Counsel and Secretary	11270 West Park Place, Milwaukee, WI 53224
John J. Kita	Senior Vice President, Corporate Finance and Controller	11270 West Park Place, Milwaukee, WI 53224
Randall S. Bednar	Senior Vice President-Information Technology	11270 West Park Place, Milwaukee, WI 53224
Michael J. Cole	Senior Vice President-Asia	46th Floor, Shangmao Century Plaza No. 49 South Zhongshan Road Nanjing, P.R. China 210005
Mark A. Petrarca	Senior Vice President-Human Resources, Public Affairs	11270 West Park Place, Milwaukee, WI 53224
Steve W. Rettler	Senior Vice President-Business Development	11270 West Park Place, Milwaukee, WI 53224
Patricia K. Ackerman	Vice President and Treasurer	11270 West Park Place, Milwaukee, WI 53224
Kenneth J. Maciolek	Associate General Counsel and Assistant Secretary	11270 West Park Place, Milwaukee, WI 53224
Karen K. Duke	Assistant Secretary	11270 West Park Place, Milwaukee, WI 53224





A O Smith Corporation

Authorized and Issued Shares

12/31/2006

		Par		
Class of Stock	Authorized	Value	Shares Issued	Total Par Value
Common A	14,000,000	\$5	8,274,654	\$41,373,270
Common	60,000,000	\$1	22,388,422	\$22,388,422
Preferred	3,000,000	\$1	0	\$0
				\$63,761,692