

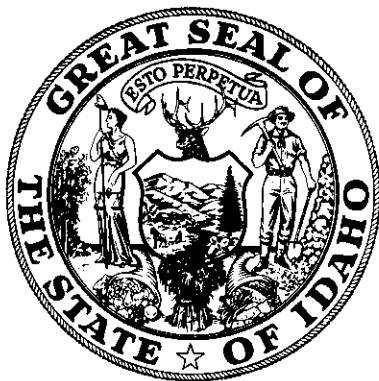
**CERTIFICATE OF INCORPORATION
OF**

LINDSAY SOFT WATER OF ST. MARIES, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of the above named corporation, duly signed pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated: **March 19, 1985**



A handwritten signature in cursive script, reading "Pete T. Cenarrusa". The signature is written in dark ink and is positioned above the title "SECRETARY OF STATE".

SECRETARY OF STATE

by: _____

MAR 11 9 21 AM '85

ARTICLES OF INCORPORATION

OF

LINDSAY SOFT WATER of St. Maries, INC.

The undersigned incorporators, desiring to form a corporation pursuant to the provisions of the Idaho Business Corporation Act, adopt the following articles of incorporation:

ARTICLE ONE

Name. The name of the corporation is Lindsay Soft Water of St. Maries, Inc.

ARTICLE TWO

Purposes. The purposes of the corporation are to maintain, operate and control a business for the treatment of water, including the purchase, and sale of water treatment fixtures, supplies and equipment. The purposes of the corporation will also include the installation and service of such water treatment fixtures, supplies and equipment. The business of the corporation will also include the purchase, sale and maintenance of a line of institutional cleaners and equipment. The corporation may further engage in any or all lawful business for which corporations may be organized under the Idaho Business Corporation Act.

ARTICLE THREE

Duration. The period of duration of this corporation is perpetual.

ARTICLE FOUR

Registered Office and Registered Agent. The address of the corporation's initial registered office in the State of Idaho is 531 Washington Avenue, City of St. Maries, County of Benewah, State of

Idaho, 83861. The name of the corporation's initial registered agent at such address is Johnny R. Epler.

ARTICLE FIVE

Stock. The total authorized number of par value shares of stock is One Hundred Thousand (100,000). The aggregate par value of the total authorized number of par value shares is One Million and no/100 Dollars (\$1,000,000.00).

ARTICLE SIX

Transfer of stock. In case a stockholder desires to sell his shares of stock, he must first offer them for sale to the remaining stockholders, it being the intention to give them a preference in the purchase of such shares, and any attempted sale in violation of this provision is null and void.

A stockholder desiring to sell his stock shall file notice in writing of his intention with the secretary of the corporation, stating the terms of sale, and unless his terms are accepted by any or all of the other stockholders within thirty (30) days thereafter, they shall be deemed to have waived their privilege of purchasing and he will be at liberty to sell to anyone else.

ARTICLE SEVEN

Directors. The number of directors constituting the initial board of directors is two (2), and the names and addresses of the persons who are to serve as directors until the first annual meeting of the shareholders or until their successors are elected and qualify are:

NAME	ADDRESS
1. Johnny R. Epler	531 Washington Avenue St. Maries, Idaho 83861
2. David M. Best	1213 Powell Road St. Maries, Idaho 83861

ARTICLE EIGHT


Incorporators. The name and address of each incorporator are:

NAME	ADDRESS
1. Johnny R. Epler	531 Washington Avenue St. Maries, Idaho 83861
2. David M. Best	1213 Powell Road St. Maries, Idaho 83861

Executed in duplicate this 8 day of March, 1985.



Johnny R. Epler



David M. Best

Mar 19 1985

RECEIVED

March 15, 1985

Office of the Secretary of State
Corporation Division
Statehouse
Boise, ID 83720

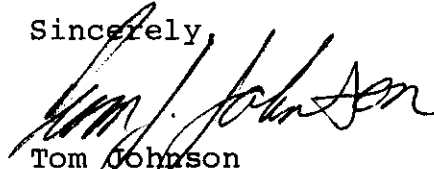
RE: Incorporation of Lindsay Soft Water
of St. Maries, Inc.

Gentlemen:

I am a representative of Lindsay Soft Water of Central Idaho, Inc. The purpose of this letter is to give our (corporation) consent to the use of the name Lindsay Soft Water of St. Maries, Inc.

I was contacted by Patrick R. McFadden of St. Maries, who requested me to write this written consent to you. I hope that you will issue the Certificate of Incorporation based upon this consent to the individuals from St. Maries.

Sincerely,



Tom Johnson
Representative of
Lindsay Soft Water of
Central Idaho, Inc.

TJ:yb