

State of Idaho

Department of State

CERTIFICATE OF AUTHORITY OF

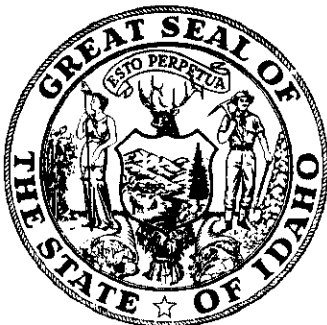
U.S. FILTER WASTEWATER GROUP, INC.

File number C 128296

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that an Application for Certificate of Authority to transact business in this State, duly executed 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 Authority to transact business in this State attach hereto a duplicate of the Application for such Certificate.

Dated: April 2, 1999



Pete T. Cenarrusa
SECRETARY OF STATE

By

Kerri Kirsch

APPLICATION FOR CERTIFICATE OF AUTHORITY **FILED** (Profit)

(Instructions on Back of Application)

To the Secretary of State of Idaho

The undersigned Corporation applies for a Certificate of Authority and states as follows:

1. The name of the corporation is U.S. Filter Wastewater Group, Inc.
2. The name which it shall use in Idaho is _____
3. It is incorporated under the laws of Delaware
4. Its date of incorporation is 6/28/91
5. The address of its principal office is 181 Thorn Hill Road, Warrendale, Pennsylvania 15086
6. The address to which correspondence should be addressed, if different than item 5, is 40004 Cook St. Palm Desert, California 92211
7. The street address of its registered office in Idaho is 300 North 6th Street, Boise, Idaho 83701, and its registered agent in Idaho at that address is C T Corporation System
8. The names and respective business addresses of its directors and officers are:

Name	Office	Address
See attached list of directors and officers		

Dated: 4/1/99

U.S. Filter Wastewater Group, Inc.
(Corporation name)

By Kevin L. Spence

Kevin L. Spence

Its Vice President
(specify capacity of signer)

Customer Acct #:

IDaho SECRETARY OF STATE

(If using pre-paid account)

APR 2 1999
CKP 107121290 CT: 21069 MI: 203533

1 @ 100.00 = 100.00 AUTH PRO # 2
1 @ 20.00 = 20.00 EXPEDITE C # 3

g:\corp\forms\ACA2.pm6 Revised 4/97

C128296

U.S. FILTER WASTEWATER GROUP, INC.

Name and Office Held:	Business Address:	Residential Address:
Andrew Seidel President , General Manager & Director	40004 Cook St. Palm Desert, CA 92211	47-280 Prince's Plume Lane Palm Desert, CA 92260
Stephen P. Stanczak V.P., Secretary and Director	40004 Cook St. Palm Desert, CA 92211	
Kevin Spence, V.P. and Director	40004 Cook St. Palm Desert, CA 92211	78955 Martinique Bermuda Dunes, CA 92201
Michael Hulme, Jr. V.P. and Asst. Secretary	One Culligan Parkway Northbrook, IL 60062	8 Whitby Court Lincolnshire, IL 60069
Joseph Tomashosky, V.P.-finance, Asst. Treasurer & Asst. Secretary	181 Thorn Hill Road Warrendale, PA 15086	106 Farmingdale, Wexford, PA 15090
Jeffrey Gross, Vice President - Sales	181 Thorn Hill Road Warrendale, PA 15086	262 Camp Run Road Harmony, PA 16037
Robert Joyce, Jr., Vice President	181 Thorn Hill Road Warrendale, PA 15086	122 Oakhaven Drive, Wexford, PA 15092
Frederick Noble, Jr., V.P. - Real Estate	40004 Cook St. Palm Desert, CA 92211	42815 Tennessee Avenue Palm Desert, CA 92211
Eugene Walls, V.P. & Asst. Treasurer	181 Thorn Hill Road, Warrendale, PA 15086	110 Clark Ave. Butler, PA 16002
Katherine Drewek, Asst. Secretary	1901 South Prairie Ave. Waukesha, WI 53189	19425 Whitehall Drive Brookfield, WI 53045
Amy Gossin, Asst. Secretary	40004 Cook St. Palm Desert, CA 92211	41650 Hopewell Ave. Bermuda Dunes, CA 92201
John Bigley, Asst. Treasurer	181 Thorn Hill Road Warrendale, PA 15086	714 Bristlecone Drive, Gibsonia, PA 15044
Dale Campbell, Asst. Treasurer	40004 Cook St. Palm Desert, CA 92211	43-781 Carmela Drive Palm Desert, CA 92211
Duane Huennekens, Asst. Treasurer	40004 Cook St. Palm Desert, CA 92211	57 Sutton Place, Palm Desert, CA 92211
James Dierker, V.P., Controller & Treasurer.	40004 Cook St. Palm Desert, CA 92211	42-605 Castle Harbor Court, Bermuda Dunes, CA 92201

State of Delaware
Office of the Secretary of State

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "U.S. FILTER WASTEWATER GROUP, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-FIFTH DAY OF MARCH, A.D. 1999.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.



A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

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AUTHENTICATION:

9651548

DATE:

03-25-99