



APPLICATION FOR REGISTRATION OF FOREIGN LIMITED LIABILITY COMPANY

(Instructions on back of application)

FILED EFFECTIVE
MAR 11 10:02

CLERK OF STATE
SALT LAKE CITY, UTAH

1. The name of the limited liability company is:

Veolia Water North America--West, LLC

2. If the name of the limited liability company is not permissible or is not available in Idaho, the name the foreign limited liability company will use in Idaho is:

3. The jurisdiction under whose laws the limited liability company is organized is: Delaware

and the date of its formation was: 11/29/2004

4. The name and address of the registered agent in Idaho is: C T Corporation System

300 North 6th Street, Boise, Idaho 83702

5. The address of the limited liability company's office in the jurisdiction under whose laws it is organized is:

1209 Orange Street, Wilmington, DE 19801

6. The address of the limited liability company's principal office, if other than the address in #5 above, is:

14950 Heathrow Forest Parkway, #200, Houston, TX 77032

7. The address to which correspondence should be addressed is:

14950 Heathrow Forest Parkway, #200, Houston, TX 77032

8. Signature of a manager, if any, or a member if there are no managers.

Signature W. Christopher Christolm

Typed Name W. Christopher Christolm

Manager Member

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Revised 09/2002

Secretary of State use only

IDAHO SECRETARY OF STATE
03/11/2005 05:00
CK: 6002 CT: 20160 BH: 797918
1 @ 100.00 = 100.00 REGFORLLC # 2
1 @ 20.00 = 20.00 EXPEDITE C # 3

Delaware

PAGE 1

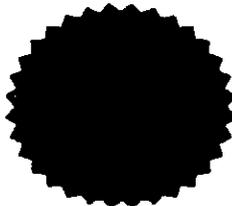
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "VEOLIA WATER NORTH AMERICA-WEST, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE SIXTEENTH DAY OF FEBRUARY, A.D. 2005.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.

3887674 8300

050128744



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3688498

DATE: 02-16-05

TOTAL P.04

Received 03-11-2005 09:02am

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