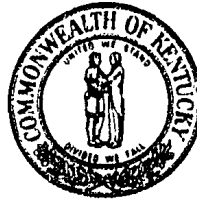


Commonwealth of Kentucky

OFFICE OF
SECRETARY OF STATE

DREXELL R. DAVIS
Secretary



FRANKFORT,
KENTUCKY

CERTIFICATE OF DISSOLUTION OF

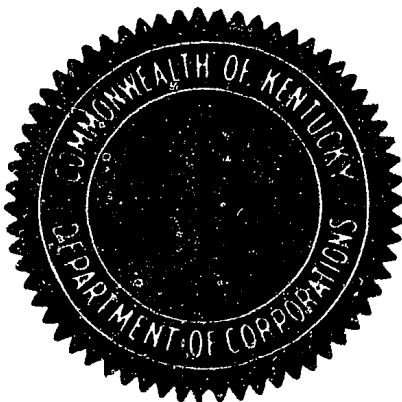
WATER WORKS SUPPLIES OF KENTUCKY, INC.

I, DREXELL R. DAVIS, Secretary of State of the Commonwealth of Kentucky, do hereby certify that triplicate originals of Articles of Dissolution of

WATER WORKS SUPPLIES OF KENTUCKY, INC.

duly signed and verified pursuant to the provisions of Kentucky Revised Statutes Chapter 271A have been received in this office and comply with the statutes.

Accordingly, as Secretary of State and by virtue of the authority vested in me by law, I do hereby issue this Certificate of Dissolution of the aforesaid corporation.



Witness my official signature and seal of office this 30TH
day of APRIL, 19 87, at Frankfort, Kentucky.

Drexell R. Davis

SECRETARY OF STATE

SECRETARY OF STATE

ASSISTANT SECRETARY OF STATE

ARTICLES OF DISSOLUTION

OF

WATER WORKS SUPPLIES OF KENTUCKY, INC.

ORIGINAL COPY
FILED AND RECORDED
SECRETARY OF STATE OF KENTUCKY

APR 30 1987

#15.00

B. J. R. Davis
rep

KNOW ALL MEN BY THESE PRESENTS:

Under KRS 271A.460, we, James B. Taylor, President, and Shirley Jones, Secretary, of Water Works Supplies of Kentucky, Inc., do hereby certify that:

(1) The name of the Corporation is Water Works Supplies of Kentucky, Inc.

(2) The Corporation has heretofore filed with the Secretary of State of Kentucky a Statement of Intent to Dissolve, such Statement of Intent to Dissolve having been recorded by the Secretary of State on the 14th day of January, 1987.

(3) All debts, obligations and liabilities of the Corporation have been paid and discharged or adequate provision has been made therefor.

(4) All of the remaining property and assets of the Corporation have been distributed among its shareholders in accordance with their respective rights and interests.

(5) There are no suits pending against the Corporation in any court.

IN WITNESS WHEREOF, this instrument has been signed and acknowledged on behalf of the Corporation by James B. Taylor,

477136

President, and Shirley Jones, Secretary, both of Water Works Supplies of Kentucky, Inc., this 24 day of April, 1987.

James B. Taylor
James B. Taylor, President

Shirley Jones
Shirley Jones, Secretary

STATE OF KENTUCKY

COUNTY OF JEFFERSON

I, Amy L. Patterson, a Notary Public, do hereby certify that on April 24, 1987, personally appeared before me JAMES B. TAYLOR and SHIRLEY JONES, who being by me first duly sworn, declared that they are the President and Secretary, respectively, of WATER WORKS SUPPLIES OF KENTUCKY, INC., that they signed the foregoing document as President and Secretary, respectively, of the Corporation, and that the statements therein contained are true.

My commission expires: June 12, 1990

Amy L. Patterson
Notary Public

This instrument was prepared by ROBERT A. MARSHALL, Attorney at Law, of Ewen, MacKenzie & Peden, P.S.C., 650 Starks Building, Louisville, Kentucky 40202.

Robert A. Marshall
ROBERT A. MARSHALL
1419C/107A

EWEN, MACKENZIE & PEDEN, P. S. C.

ATTORNEYS AT LAW

650 STARKS BUILDING

LOUISVILLE, KENTUCKY 40202-2509

VICTOR W. EWEN
WILLIAM A. MACKENZIE
WILLIAM B. PEDEN
JOHN G. CRUTCHFIELD
WAYNE J. CARROLL
THOMAS G. MOONEY
JAMES C. HICKEY
G. DUNCAN GARRISON
IVAN J. SCHELL
MICHAEL E. LANNON
A. CAMPBELL EWEN
ROBERT A. MARSHALL
VALERIE T. MAYER

589-1110
AREA CODE 502

OF COURSE:
R. THOMAS BLACKBURN, JR.

CHARLES E. DUNCAN
1147 STARKS BUILDING
LOUISVILLE, KY. 40202

April 22, 1987

Office of the Secretary of
State
Corporation Division
Capitol Building
Frankfort, KY 40601

118301
01/14/1987

RE: Articles of Dissolution of Water Works Supplies of
Kentucky, Inc.

Dear Sir or Madam:

Enclosed please find three (3) copies of the Articles
of Dissolution of Water Works Supplies of Kentucky, Inc. and
a check in the amount of \$15.00 to cover the necessary filing
fees.

Your prompt attention in having these documents filed
would be greatly appreciated.

Very truly yours,

Robert A. Marshall

ROBERT A. MARSHALL

RAM:ap
Encl.