DOC ID ----> 6156_0022

OHIO SECRETARY OF STATE
PROCESSING STATEMENT
01/29/98

CHARTER NUMBER: FL389307
ROLL AND FRAME: 6156-0022

06156-0022

CORPORATION:	DOCUMENT NUMBER	CODE	FEE
MOEN INCORPORATED	97123124201	97N	10.00

082458

RETURN TO: MOEN INCORPORATED
25300 AL MOEN DR
P O BOX 8022
NORTH OLMSTED OH 44070

TOTAL : 10.00

0397

DOC ID ----> 6156_0022

06156-0023

The State of Ohio

Bob Taft

Secretary of State

FL389307

Certificate

It is hereby certified that the Secretary of State of Ohio has custody of the Records of Incorporation and Miscellaneous Filings; that said records show the filing and recording of: 97N

of:

MOEN INCORPORATED

STATE OF INCORP:

TYPE OF LICENSE:
EXPIRATION DATE: VALID UNTIL CANCELLED FOR FAILURE TO FILE REPORTS

United States of America
State of Ohio
Office of the Secretary of State

Recorded on Roll 6156 at Frame 0024 of the Records of Incorporation and Miscellaneous Filings.

Witness my hand and the seal of the Secretary of State at Columbus, Ohio, this 31ST day of DEC ,

A.D. 19 97 .

Bob Taft

Bob Taft
Secretary of State

DOC ID ----> 6156_0022

9712312201

06156-0022

Prescribed by
Bob Taft, Secretary of State
30 East Broad Street, 14th Floor
Columbus, OH 43266-0418

License No.	389307
Approved	JO
Date	12/31/97
Fee ($10 min.)	10

ANNUAL STATEMENT OF PROPORTION OF CAPITAL STOCK

Section 1703.07 Ohio Revised Code

1997 (year) **FORM 7**

Moen Incorporated, a corporation organized under the laws of the State of Delaware, with its principal office outside Ohio located at 25300 Al Moen Drive North Olmsted, Ohio 44070
(Street Address, City, State, Zip Code)

and its Ohio office located at Same, OH
(Street Address, City, Zip Code)

hereby makes the following statement:

1. Corporation holds Ohio license No. 389307, issued on 10/02/69.
2. This report is made as of 12/31/96 and is the ending date of the corporation's accounting period and reflects the business transacted in the previous year. (See instruction 3 on reverse side.)

		For Office Use Only	
3. The book value (exclude goodwill) of Ohio assets is (See instruction 5 on reverse side.)	225,398,165	Issued shares	
4. Total business transacted in Ohio last year was	28,211,502	Decimal	
Sum of 3 and 4	253,609,667	Present Prop.	25
5. The book value (exclude goodwill) of all assets is	379,601,075	Prior Prop.	1267483
6. Total business transacted last year was	617,390,829	Increase	-0-
Sum of 5 and 6	996,991,904	Fee Due	
		Penalty (15%)	
		Total	

7. a. Number of authorized shares 1,000
   b. Number of issued shares 100
8. The name and address to whom statements of fees due may be mailed is (See instruction 6 on reverse side):
Moen Incorporated 25300 Al Moen Drive North Olmsted, Ohio 44070
(Must be a complete street address, including zip code.)

NOTARIZATION

State of Ohio County of Cuyahoga

I, Gary T. Gajewski, being duly sworn, state that I am the

☐ President ☒ Vice President ☐ Secretary ☐ Treasurer

of Moen Incorporated (Name of Corporation)

and that the foregoing statements are true and correct to the best of my knowledge and belief.

SWORN TO AND SUBSCRIBED IN MY PRESENCE
THIS 12th DAY OF December, 19 97.

x _____ (signature)

Nancy J. Woodin (signature of notary)

NOTARY SEAL

My commission expires _____

NANCY J. WOODIN
NOTARY PUBLIC, State of Ohio
My Commission Expires 7-25-00

INSTRUCTIONS ON REVERSE SIDE

ANNCST
STF OH41543F.1

DOC ID ----> 6156_0022

06156-0025

INSTRUCTIONS

1. THE FORM 7 SHOULD BE MAILED TO: THE OHIO SECRETARY OF STATE
   30 EAST BROAD STREET, 14TH FLOOR
   COLUMBUS, OH 43266-0418

2. The Form 7 must be filed by March 31 of each year, unless an extension of time for filing is granted by the Secretary of State. Corporations who began doing business in Ohio prior to January 1, of the current calendar year, must file a report for each year in which business was transacted in Ohio and is required before such license is surrendered. The report is required for FOREIGN (outside Ohio) CORPORATIONS LICENSED TO TRANSACT BUSINESS IN OHIO and should be completed using black ink.

3. Time to which report relates:
   a. Calendar year taxpayers - year ending preceding December 31.
   b. Fiscal year taxpayers - fiscal period ending in preceding calendar year.
   c. New taxpayers who began doing business in Ohio prior to January 1:
      1) If the date on which the corporation began transacting business in Ohio was before the fiscal year end, then the first report ends with the fiscal year end;
      2) If the date on which the corporation began transacting business in Ohio was after the fiscal year end, then the first report ends with December 31 of that year.
      All subsequent reports are filed in accordance with a) or b).

4. This report is separate and distinct from the Ohio Franchise Tax Report. Sub Chapter S corporations ARE NOT EXEMPT from the Form 7 requirements. The Franchise Tax Report is based on the corporation's net worth or net income, whichever is greater. The Form 7 determines the proportion of the corporation's issued shares allocated to Ohio and whether any additional installments of the license fee will result.

5. The figures in items 3, 4, 5 and 6 should coincide with those used in the Franchise Tax Report, goodwill being excluded. The purpose of this statement is to elicit total volume of business, not profit or loss. Negative figures should be reflected with zeros (0).

FORM 7	FRANCHISE TAX
Item 3	Balance Sheet, Schedule E
Item 4	Schedule G, Line 2, Column 1
Item 5	Balance Sheet, Schedule E
Item 6	Schedule G, Line 2, Column 2

6. A processing fee of $10.00 for each report must be submitted at the time of filing. Please make check payable to the Secretary of State. If an additional installment fee is due, this office will bill the entity provided in item 8 on the form. PAYMENT FOR THE ADDITIONAL INSTALLMENT FEE SHOULD NOT BE SUBMITTED UNTIL A BILL IS RECEIVED. The additional fee must be paid within thirty days of the date of the billing.

7. This report and the additional installment fee are computed as follows: Divide the sum of items 3 and 4 by the sum of items 5 and 6 and multiply the resulting fraction by the number of issued shares. The resulting figure is the "proportion of capital stock allocated to Ohio." The fee is assessed on this proportion at the rate of 10 cents per share on the first 1,000 shares, 5 cents per share on the next 9,000 shares, 2 cents per share on the next 40,000 shares, 1 cent per share on the next 50,000 shares, ½ cent per share on the next 400,000 shares and ¼ cent per share on the remainder. From the amount of the fee computed, deduct the aggregate of all such fees previously paid.

REASONS FOR RETURN BY THE SECRETARY OF STATE

1. The $10.00 processing fee was not submitted at the time of filing.
2. Prior reports have not been filed.
3. Corporation has had a change of name or has undergone a merger and the proper documents were not filed with the Secretary of State of Ohio.
4. Negative numbers or "not applicable" has been indicated in items 3, 4, 5 or 6.
5. Form has not been notarized properly.

QUESTIONS CONCERNING THIS REPORT SHOULD BE DIRECTED TO:
OHIO SECRETARY OF STATE, 30 EAST BROAD STREET, 14TH FLOOR,
COLUMBUS, OH 43266-0418 OR CALL (614) 466-2342

STF OH41543F.2

Moen Incorporated
25300 Al Moen Drive
P.O. Box 8022
North Olmsted, Ohio 44(

P 401 781 179

MAIL



43265-8415

NORTH OLMSTED OH DEC 23 9 7

PB METER 7202037

$2.77

U.S. POSTAGE