

Edgar Filing: Mueller Water Products, Inc. - Form 8-A12B

Mueller Water Products, Inc.  
Form 8-A12B  
May 25, 2006

As filed with the Securities and Exchange Commission on May 25, 2006.

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 20549**

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**FORM 8-A**

**FOR REGISTRATION OF CERTAIN CLASSES OF SECURITIES  
PURSUANT TO SECTION 12(b) OR 12(g) OF THE  
SECURITIES EXCHANGE ACT OF 1934**

**MUELLER WATER PRODUCTS, INC.**  
(Exact Name of Registrant as Specified in its Charter)

**Delaware**  
(State of Incorporation or Organization)

**20-3547095**  
(I.R.S. Employer Identification No.)

**4211 W. Boy Scout Blvd., Tampa, Florida**  
(Address of Principal Executive Offices)

**33607**  
(Zip Code)

If this form relates to the registration of a class of securities pursuant to Section 12(b) of the Exchange Act and is effective pursuant to General Instruction A.(c), please check the following box.  x

If this form relates to the registration of a class of securities pursuant to Section 12(g) of the Exchange Act and is effective pursuant to General Instruction A.(d), please check the following box.  o

Securities Act registration statement file number to which this form relates:

**333-131536**  
(If applicable)

Securities to be registered pursuant to Section 12(b) of the Act:

**Title of Each Class  
to be so Registered**  
  
**Series A common stock, par value \$0.01 per share**

**Name of Each Exchange on Which  
Each Class is to be Registered**  
  
**New York Stock Exchange**

Securities to be registered pursuant to Section 12(g) of the Act:

**None**  
(Title of Class)

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**Item 1: Description of Registrant's Securities to be Registered.**

A description of the Series A common stock, par value \$0.01 per share (the Common Stock ) of Mueller Water Products, Inc. (the Registrant ) will be contained in a prospectus, constituting part of the Registrant's Registration Statement on Form S-1 (File No. 333-131536) relating to the Common Stock, to be filed pursuant to Rule 424(b) under the Securities Act of 1933, as amended (such prospectus as filed pursuant to 424(b), the Prospectus ). The description of the Common Stock contained in the Prospectus under the heading "Description of Capital Stock" is hereby incorporated by reference into this Form 8-A.

**Item 2: Exhibits.**

- 3.1 Form of Restated Certificate of Incorporation of Mueller Water Products, Inc. (incorporated by reference to Exhibit 3.1 to Amendment No. 4 to Mueller Water Products, Inc. Registration Statement on Form S-1 (File no. 333-131536) filed on May 19, 2006).
- 3.2 Form of Restated Bylaws of Mueller Water Products Inc. (incorporated by reference to Exhibit 3.2 to Amendment No. 4 to Mueller Water Products, Inc. Registration Statement on Form S-1 (File no. 333-131536) filed on May 19, 2006).

**SIGNATURE**

Pursuant to the requirements of Section 12 of the Securities Exchange Act of 1934, the registrant has duly caused this registration statement to be signed on its behalf by the undersigned, thereto duly authorized.

MUELLER WATER PRODUCTS, INC.

Date: May 25, 2006

By:

/s/ VICTOR P. PATRICK  
Victor P. Patrick  
Vice President and Secretary