

PENTAIR INC
Form POSASR
September 28, 2012

As filed with the Securities and Exchange Commission on September 28, 2012

Registration No. 333-173829

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

Post-Effective Amendment No. 1 to
FORM S-3
REGISTRATION STATEMENT

UNDER
THE SECURITIES ACT OF 1933

PENTAIR, INC.*

(Exact name of registrant as specified in its charter)

Minnesota
(State or other jurisdiction of

41-0907434
(I.R.S. Employer

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incorporation or organization)

5500 Wayzata Boulevard, Suite 800

Identification No.)

Golden Valley, Minnesota 55416-1259

(763) 545-1730

(Address, including zip code, and telephone number,

including area code, of registrant's principal executive offices)

Angela D. Lageson

with a copy to:

Senior Vice President, General Counsel and Secretary

Benjamin F. Garmer, III

Pentair, Inc.

John K. Wilson

5500 Wayzata Boulevard, Suite 800

Foley & Lardner LLP

Golden Valley, Minnesota 55416-1259

777 East Wisconsin Avenue

(763) 545-1730

Milwaukee, Wisconsin 53202-5306

(Name, address, including zip code, and telephone number,

(414) 271-2400

including area code, of agent for service)

Approximate date of commencement of proposed sale to the public: From time to time after the effective date of this registration statement.

If the only securities being registered on this Form are being offered pursuant to dividend or interest reinvestment plans, please check the following box: "

If any of the securities being registered on this Form are to be offered on a delayed or continuous basis pursuant to Rule 415 under the Securities Act of 1933, other than securities offered only in connection with dividend or interest reinvestment plans, check the following box: "

If this Form is filed to register additional securities for an offering pursuant to Rule 462(b) under the Securities Act, please check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering: "

If this Form is a post-effective amendment filed pursuant to Rule 462(c) under the Securities Act, check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering: "

If this Form is a registration statement pursuant to General Instruction I.D. or a post-effective amendment thereto that shall become effective upon filing with the Commission pursuant to Rule 462(e) under the Securities Act, check the following box: x

If this Form is a post-effective amendment to a registration statement filed pursuant to General Instruction I.D. filed to register additional securities or additional classes of securities pursuant to Rule 413(b) under the Securities Act, check the following box: "

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Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See the definitions of large accelerated filer, accelerated filer and smaller reporting company in Rule 12b-2 of the Exchange Act.

Large accelerated filer

Accelerated filer

Non-accelerated filer (Do not check if a smaller reporting company)

Smaller reporting company

Appendix A

*Table of Subsidiary Guarantor Registrants

| Name, Address and Telephone Number ¹ | State or Other Jurisdiction of Incorporation | I.R.S. Employer Identification Number |
|---|--|---|
| FilterSoft, LLC | TX | 26-2428805 |
| Fleck Controls, Inc. | WI | 39-0810338 |
| Hoffman Enclosures (Mex), LLC | MN | 52-2074818 |
| Hoffman Enclosures, Inc. | MN | 41-1886273 |
| Moraine Properties, LLC | OH | 80-0092098 |
| Pentair Filtration Solutions, LLC | DE | 20-2154041 |
| Pentair Nanosoft US Holdings, LLC | DE | 38-3785912 |
| Pentair Pump Group, Inc. | DE | 41-1881858 |
| Pentair Technical Products, Inc. | RI | 05-0394102 |
| Pentair Technical Products Holdings, Inc. | DE | 20-3634492 |
| Pentair Technical Products Service Co. | DE | 27-1330912 |
| Pentair Water, LLC | MN | 27-0182136 |
| Pentair Water Group, Inc. | DE | 39-1346701 |
| Pentair Water Pool and Spa, Inc. | DE | 95-2744829 |
| Pentair Water Treatment (OH) Company | OH | 34-0777631 |
| Pentair Water Treatment Company | MN | 27-1854804 |
| Plymouth Products, Inc. | DE | 13-4923320 |
| Seneca Enterprises Co. | DE | 20-2863171 |
| Sta-Rite Industries, LLC | WI | 86-1096608 |

¹ The address of the principal executive offices for each of these additional registrants is 5500 Wayzata Boulevard, Suite 800, Golden Valley, Minnesota 55416-1259. Their telephone number is (763) 545-1730.

TERMINATION OF REGISTRATION

Pursuant to this Registration Statement on Form S-3, Pentair, Inc. (the Company) registered its common stock, preferred stock, depository shares, debt securities, warrants, stock purchase contracts and stock purchase units, and the guarantors named in Appendix A (the Guarantors) registered guarantees of debt securities with the Securities and Exchange Commission under the Securities Act of 1933, as amended.

On September 14, 2012, the Company s shareholders approved the Merger Agreement, dated as of March 27, 2012, among Tyco International Ltd., Pentair Ltd. (formerly Tyco Flow Control International Ltd., hereinafter, New Pentair), Panthro Acquisition Co., Panthro Merger Sub, Inc. (Merger Sub) and the Company, as amended by Amendment No. 1, dated as of July 25, 2012 (the Merger Agreement). Upon the filing of the Articles of Merger with the Minnesota Secretary of State on September 28, 2012 (the Effective Time), the Company was merged with and into Merger Sub and the Company became a wholly-owned subsidiary of New Pentair (the Merger). Each share of the Company s common stock, \$0.16 2/3 par value, issued and outstanding immediately prior to the Effective Time was canceled and automatically converted into and became the right to receive one newly issued common share, par value CHF 0.50, of New Pentair.

As a result of the Merger, the Company terminated all offerings of its securities pursuant to its existing registration statements, including the Registration Statement. In accordance with an undertaking made by the Company and the Guarantors in the Registration Statement to remove from registration, by means of a post-effective amendment, any shares of its common stock which remain unsold at the termination of the offering, the Company and the Guarantors hereby remove from registration all of the Company s common stock, preferred stock, depository shares, debt securities, warrants, stock purchase contracts and stock purchase units and guarantees of debt securities registered under the Registration Statement that remained unsold as of the effective time of the Merger.

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, the registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Golden Valley, State of Minnesota, on September 28, 2012.

PENTAIR, INC.

By: /s/ John L. Stauch
John L. Stauch
Executive Vice President and Chief Financial
Officer

Pursuant to the requirements of the Securities Act of 1933, this Post-Effective Amendment to the Registration Statement has been signed by the following persons in the capacities indicated on September 28, 2012.

| Signature | Title |
|-----------------------|---|
| /s/ Randall J. Hogan | Chief Executive Officer |
| Randall J. Hogan | (Principal Executive Officer) |
| /s/ John L. Stauch | Executive Vice President and Chief Financial Officer |
| John L. Stauch | (Principal Financial Officer) |
| /s/ Mark C. Borin | Corporate Controller, Chief Accounting Officer and Director |
| Mark C. Borin | (Principal Accounting Officer) |
| /s/ Angela D. Lageson | Director |
| Angela D. Lageson | |

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, the registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Golden Valley, State of Minnesota, on September 28, 2012.

FILTERSOFT, LLC

By: /s/ Angela D. Lageson
Angela D. Lageson
Secretary

Pursuant to the requirements of the Securities Act of 1933, this Post-Effective Amendment to the Registration Statement has been signed by the following persons in the capacities September 28, 2012.

| Signature | Title |
|------------------------|--|
| /s/ Netha N. Johnson | President (Principal Executive Officer) |
| Netha N. Johnson | |
| /s/ John Humbert | Vice President, Finance (Principal Financial Officer and Principal Accounting Officer) |
| John Humbert | |
| /s/ Angela D. Lageson | Manager |
| Angela D. Lageson | |
| /s/ Michael V. Schrock | Chief Manager |
| Michael V. Schrock | |

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, the registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Golden Valley, State of Minnesota, on September 28, 2012.

FLECK CONTROLS, INC.

By: /s/ Angela D. Lageson
Angela D. Lageson
Secretary

Pursuant to the requirements of the Securities Act of 1933, this Post-Effective Amendment to the Registration Statement has been signed by the following persons in the capacities September 28, 2012.

| Signature | Title |
|------------------------|--|
| /s/ Netha N. Johnson | President (Principal Executive Officer) |
| Netha N. Johnson | |
| /s/ John Humbert | Vice President, Finance (Principal Financial Officer and Principal Accounting Officer) |
| John Humbert | |
| /s/ Michael V. Schrock | Chairman |
| Michael V. Schrock | |
| /s/ Angela D. Lageson | Director |
| Angela D. Lageson | |

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, the registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Golden Valley, State of Minnesota, on September 28, 2012.

HOFFMAN ENCLOSURES (MEX), LLC

By: /s/ Angela D. Lageson
Angela D. Lageson
Vice President and Secretary

Pursuant to the requirements of the Securities Act of 1933, this Post-Effective Amendment to the Registration Statement has been signed by the following persons in the capacities September 28, 2012.

| Signature | Title |
|--|--|
| /s/ Angela D. Lageson Angela D. Lageson | Vice President Governor (Principal Executive Officer) |
| /s/ Michael G. Meyer Michael G. Meyer | Assistant Secretary and Governor (Principal Financial Officer and Principal Accounting Officer) |
| /s/ Phil Pejovich Phil Pejovich | Governor |

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, the registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Golden Valley, State of Minnesota, on September 28, 2012.

HOFFMAN ENCLOSURES, INC.

By: /s/ Angela D. Lageson
Angela D. Lageson
Secretary

Pursuant to the requirements of the Securities Act of 1933, this Post-Effective Amendment to the Registration Statement has been signed by the following persons in the capacities September 28, 2012.

| Signature | Title |
|--|---|
| /s/ Phil Pejovich Phil Pejovich | President (Principal Executive Officer) |
| /s/ Sara Zawoyski Sara Zawoyski | Vice President, Finance (Principal Financial Officer and Principal Accounting Officer) |
| /s/ Michael V. Schrock Michael V. Schrock | Chairman |
| /s/ Angela D. Lageson Angela D. Lageson | Director |

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, the registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Golden Valley, State of Minnesota, on September 28, 2012.

MORAINE PROPERTIES, LLC

By: /s/ Angela D. Lageson
Angela D. Lageson
President

Pursuant to the requirements of the Securities Act of 1933, this Post-Effective Amendment to the Registration Statement has been signed by the following persons in the capacities September 28, 2012.

| Signature | Title |
|--|---|
| /s/ Angela D. Lageson Angela D. Lageson | President and Director (Principal Executive Officer) |
| /s/ Michael G. Meyer Michael G. Meyer | Treasurer and Director (Principal Financial Officer and Principal Accounting Officer) |
| /s/ Michael V. Schrock Michael V. Schrock | Director |

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, the registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Golden Valley, State of Minnesota, on September 28, 2012.

PENTAIR FILTRATION SOLUTIONS, LLC

By: /s/ Angela D. Lageson
Angela D. Lageson
Secretary

Pursuant to the requirements of the Securities Act of 1933, this Post-Effective Amendment to the Registration Statement has been signed by the following persons in the capacities September 28, 2012.

| Signature | Title |
|--|---|
| /s/ Netha N. Johnson Netha N. Johnson | Chief Manager (Principal Executive Officer) |
| /s/ John Humbert John Humbert | Vice President, Finance (Principal Financial Officer and Principal Accounting Officer) |
| /s/ Michael V. Schrock Michael V. Schrock | Chairman |
| /s/ Angela D. Lageson Angela D. Lageson | Governor |

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SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, the registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Golden Valley, State of Minnesota, on September 28, 2012.

PENTAIR NANOSOFT US HOLDINGS, LLC

By: /s/ Angela D. Lageson
Angela D. Lageson
Secretary

Pursuant to the requirements of the Securities Act of 1933, this Post-Effective Amendment to the Registration Statement has been signed by the following persons in the capacities September 28, 2012.

| Signature | Title |
|--|--|
| /s/ Michael V. Schrock Michael V. Schrock | Chief Executive Officer and Director (Principal Executive Officer) |
| /s/ Michael G. Meyer Michael G. Meyer | Treasurer (Principal Financial Officer and Principal Accounting Officer) |
| /s/ Angela D. Lageson Angela D. Lageson | Director |

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, the registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Golden Valley, State of Minnesota, on September 28, 2012.

PENTAIR PUMP GROUP, INC.

By: /s/ Angela D. Lageson
Angela D. Lageson
Secretary

Pursuant to the requirements of the Securities Act of 1933, this Post-Effective Amendment to the Registration Statement has been signed by the following persons in the capacities September 28, 2012.

| Signature | Title |
|--|---|
| /s/ Gary Witt Gary Witt | President (Principal Executive Officer) |
| /s/ Chris Blase Chris Blase | Vice President, Finance (Principal Financial Officer and Principal Accounting Officer) |
| /s/ Michael V. Schrock Michael V. Schrock | Chairman |
| /s/ Angela D. Lageson Angela D. Lageson | Director |

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, the registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Golden Valley, State of Minnesota, on September 28, 2012.

PENTAIR TECHNICAL PRODUCTS, INC.

By: /s/ Angela D. Lageson
Angela D. Lageson
Secretary

Pursuant to the requirements of the Securities Act of 1933, this Post-Effective Amendment to the Registration Statement has been signed by the following persons in the capacities September 28, 2012.

| Signature | Title |
|--|---|
| /s/ Phil Pejovich Phil Pejovich | President (Principal Executive Officer) |
| /s/ Sara Zawoyski Sara Zawoyski | Vice President, Finance (Principal Financial Officer and Principal Accounting Officer) |
| /s/ Michael V. Schrock Michael V. Schrock | Chairman |
| /s/ Angela D. Lageson Angela D. Lageson | Director |

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SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, the registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Golden Valley, State of Minnesota, on September 28, 2012.

PENTAIR TECHNICAL PRODUCTS HOLDINGS,
INC.

By: /s/ Angela D. Lageson
Angela D. Lageson
Secretary

Pursuant to the requirements of the Securities Act of 1933, this Post-Effective Amendment to the Registration Statement has been signed by the following persons in the capacities September 28, 2012.

| Signature | Title |
|--|---|
| /s/ Phil Pejovich Phil Pejovich | President (Principal Executive Officer) |
| /s/ Sara Zawoyski Sara Zawoyski | Vice President, Finance (Principal Financial Officer and Principal Accounting Officer) |
| /s/ Michael V. Schrock Michael V. Schrock | Chairman |
| /s/ Angela D. Lageson Angela D. Lageson | Director |

SIGNATURES

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PENTAIR TECHNICAL PRODUCTS SERVICE CO.

By: /s/ Angela D. Lageson
Angela D. Lageson
Secretary

Pursuant to the requirements of the Securities Act of 1933, this Post-Effective Amendment to the Registration Statement has been signed by the following persons in the capacities September 28, 2012.

| Signature | Title |
|--|---|
| /s/ Phil Pejovich Phil Pejovich | President (Principal Executive Officer) |
| /s/ Sara Zawoyski Sara Zawoyski | Vice President, Finance (Principal Financial Officer and Principal Accounting Officer) |
| /s/ Michael V. Schrock Michael V. Schrock | Chairman |
| /s/ Angela D. Lageson Angela D. Lageson | Director |

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SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, the registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Golden Valley, State of Minnesota, on September 28, 2012.

PENTAIR WATER, LLC

By: /s/ Angela D. Lageson
Angela D. Lageson
Secretary

Pursuant to the requirements of the Securities Act of 1933, this Post-Effective Amendment to the Registration Statement has been signed by the following persons in the capacities September 28, 2012.

| Signature | Title |
|--|---|
| /s/ Michael V. Schrock Michael V. Schrock | Chief Manager and Governor (Principal Executive Officer) |
| /s/ Michael G. Meyer Michael G. Meyer | Chief Financial Manager (Principal Financial Officer and Principal Accounting Officer) |
| /s/ Angela D. Lageson Angela D. Lageson | Governor |

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SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, the registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Golden Valley, State of Minnesota, on September 28, 2012.

PENTAIR WATER GROUP, INC.

By: /s/ Angela D. Lageson
Angela D. Lageson
Secretary

Pursuant to the requirements of the Securities Act of 1933, this Post-Effective Amendment to the Registration Statement has been signed by the following persons in the capacities September 28, 2012.

| Signature | Title |
|--|--|
| /s/ Michael V. Schrock Michael V. Schrock | President and Director (Principal Executive Officer) |
| /s/ Michael G. Meyer Michael G. Meyer | Treasurer (Principal Financial Officer and Principal Accounting Officer) |
| /s/ Angela D. Lageson Angela D. Lageson | Director |

SIGNATURES

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PENTAIR WATER POOL AND SPA, INC.

By: /s/ Angela D. Lageson
Angela D. Lageson
Secretary

Pursuant to the requirements of the Securities Act of 1933, this Post-Effective Amendment to the Registration Statement has been signed by the following persons in the capacities September 28, 2012.

| Signature | Title |
|--|---|
| /s/ Karl R. Frykman Karl R. Frykman | Chairman and President (Principal Executive Officer) |
| /s/ Robert D. Miller Robert D. Miller | Vice President, Finance (Principal Financial Officer and Principal Accounting Officer) |
| /s/ Michael V. Schrock Michael V. Schrock | Chairman |
| /s/ Angela D. Lageson Angela D. Lageson | Director |

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SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, the registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Golden Valley, State of Minnesota, on September 28, 2012.

PENTAIR WATER TREATMENT (OH) COMPANY

By: /s/ Angela D. Lageson
Angela D. Lageson
Secretary

Pursuant to the requirements of the Securities Act of 1933, this Post-Effective Amendment to the Registration Statement has been signed by the following persons in the capacities September 28, 2012.

| Signature | Title |
|--|---|
| /s/ Netha N. Johnson Netha N. Johnson | President (Principal Executive Officer) |
| /s/ John Humbert John Humbert | Vice President, Finance (Principal Financial Officer and Principal Accounting Officer) |
| /s/ Michael V. Schrock Michael V. Schrock | Chairman |
| /s/ Angela D. Lageson Angela D. Lageson | Director |

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SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, the registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Golden Valley, State of Minnesota, on September 28, 2012.

PENTAIR WATER TREATMENT COMPANY

By: /s/ Angela D. Lageson
Angela D. Lageson
Secretary

Pursuant to the requirements of the Securities Act of 1933, this Post-Effective Amendment to the Registration Statement has been signed by the following persons in the capacities September 28, 2012.

| Signature | Title |
|--|---|
| /s/ Netha N. Johnson Netha N. Johnson | President (Principal Executive Officer) |
| /s/ John Humbert John Humbert | Vice President, Finance (Principal Financial Officer and Principal Accounting Officer) |
| /s/ Michael V. Schrock Michael V. Schrock | Chairman |
| /s/ Angela D. Lageson Angela D. Lageson | Director |

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SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, the registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Golden Valley, State of Minnesota, on September 28, 2012.

PLYMOUTH PRODUCTS, INC.

By: /s/ Angela D. Lageson
Angela D. Lageson
Secretary

Pursuant to the requirements of the Securities Act of 1933, this Post-Effective Amendment to the Registration Statement has been signed by the following persons in the capacities September 28, 2012.

| Signature | Title |
|--|--|
| /s/ Michael V. Schrock Michael V. Schrock | President and Chairman (Principal Executive Officer) |
| /s/ Michael G. Meyer Michael G. Meyer | Treasurer (Principal Financial Officer and Principal Accounting Officer) |
| /s/ Angela D. Lageson Angela D. Lageson | Director |

SIGNATURES

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SENECA ENTERPRISES CO.

By: /s/ Angela D. Lageson
Angela D. Lageson
Secretary

Pursuant to the requirements of the Securities Act of 1933, this Post-Effective Amendment to the Registration Statement has been signed by the following persons in the capacities September 28, 2012.

| Signature | Title |
|--|---|
| /s/ Gary S. Witt Gary S. Witt | President (Principal Executive Officer) |
| /s/ Michael G. Meyer Michael G. Meyer | Treasurer and Assistant Secretary (Principal Financial Officer and Principal Accounting Officer) |
| /s/ Michael V. Schrock Michael V. Schrock | Chairman |
| /s/ Angela D. Lageson Angela D. Lageson | Director |

SIGNATURES

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STA-RITE INDUSTRIES, LLC

By: /s/ Angela D. Lageson
Angela D. Lageson
Secretary

Pursuant to the requirements of the Securities Act of 1933, this Post-Effective Amendment to the Registration Statement has been signed by the following persons in the capacities September 28, 2012.

| Signature | Title |
|--|---|
| /s/ Gary S. Witt Gary S. Witt | President (Principal Executive Officer) |
| /s/ Chris Blase Chris Blase | Vice President, Finance (Principal Financial Officer and Principal Accounting Officer) |
| /s/ Michael V. Schrock Michael V. Schrock | Chairman |
| /s/ Angela D. Lageson Angela D. Lageson | Director |

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