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P.O. Box 37066 (32315-7066) ~ (904) 222-2666 or (800) 969-1666 . Fax (904) 222-1666

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10/23/97



☐ CERTIFIED COPY

☐ CUS

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☒ FILING

Ltd.

1.) Water Management Equipment, Ltd.
(CORPORATE NAME & DOCUMENT #)

2.) _____
(CORPORATE NAME & DOCUMENT #)

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***2520.00 ***735.00

3.) _____
(CORPORATE NAME & DOCUMENT #)

4.) _____
(CORPORATE NAME & DOCUMENT #)

5.) _____
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6.) _____
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10.) _____
(CORPORATE NAME & DOCUMENT #)

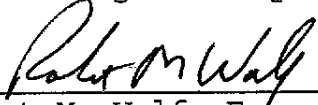
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97 OCT 23 AM 10:26
DIVISION OF CORPORATION
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SECRETARY OF STATE
DIVISION OF CORPORATIONS

735.00 - L.P.

SPECIAL INSTRUCTIONS _____

Authorization to Use Name

The undersigned hereby represents that the Principals of Water Management Equipment Corporation are the same principals as the owners of Water Management Equipment, Ltd. Accordingly, there is no conflict in the use of the name Water Management Equipment, Ltd. as a Florida Limited Partnership with simultaneous use of the name Water Management Equipment Corporation by the Florida Corporation


Robert M. Wolf, Esq.

10/22/97
Date

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**CERTIFICATE OF LIMITED PARTNERSHIP OF
WATER MANAGEMENT EQUIPMENT, LTD.
A FLORIDA LIMITED PARTNERSHIP**

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The undersigned General Partner desiring to form a partnership pursuant to the Florida Revised Uniform Limited Partnership Act as set forth in Chapter 620 of the Florida Statutes, hereby states the following:

1. The name of the Partnership is WATER MANAGEMENT EQUIPMENT, LTD.
2. The address of the office of the Partnership is 6560 West Rogers Circle, Suite 16, Boca Raton, Florida 33487.
3. The name and address of the agent for service of process of the Partnership is Stephen Leon, 6560 West Rogers Circle, Suite 16, Boca Raton, Florida 33487.
4. The name and business address of the General Partner is WATER MANAGEMENT EQUIPMENT CORPORATION, a Florida Corporation, c/o Stephen Leon, 6560 West Rogers Circle, Suite 16, Boca Raton, Florida 33487.
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5. The mailing address of the Partnership is 6560 West Rogers Circle, Suite 16, Boca Raton, Florida 33487.
6. The latest date upon which the Partnership shall dissolve is no later than December 31, 2036, unless the Partners agree to extend the term.

This Certificate is duly executed and is being filed in accordance with section 620.108 of the Florida Revised Uniform Limited Partnership Act (1986).

The execution of this Certificate by the undersigned General Partner constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

IN WITNESS WHEREOF, this Certificate of Limited Partnership has been executed by the General Partner of WATER MANAGEMENT EQUIPMENT, LTD., Limited Partnership this 21st day of Oct, 1997.

WATER MANAGEMENT EQUIPMENT, LTD.

BY: WATER MANAGEMENT EQUIPMENT
CORPORATION
GENERAL PARTNER

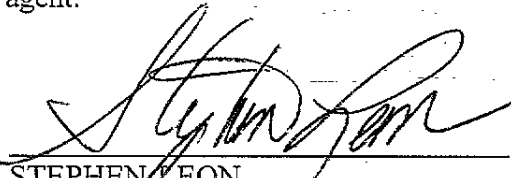
BY: 
STEPHEN LEON, President

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ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent for WATER MANAGEMENT EQUIPMENT, LTD. a Florida limited partnership (the "Partnership") in the foregoing Certificate of Limited Partnership, I, on behalf of the Partnership, hereby agree to accept service of process for said Partnership and to comply with any and all statutes relative to the complete and proper performance of the duties of the registered agent.


STEPHEN LEON

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