February, 2000

Corporate Records Bureau Division of Corporations Department of State P.O. Box 6327 Tallahassee, Florida 32314

RE:

Culbreath Well Drilling & Irrigation, Inc.

/UUUU3125967---7 -02/07/00--01109--012 ****122.50 *****78.75

Gentlemen:

Enclosed herewith please find two originals of Articles of Incorporation for the above corporation. Also, enclosed is our check, in the amount of \$122.50 for each corporation, to cover the following costs:

Filing Fee	\$35.00
Certified Copy	52.50
Registered Agent Fee	<u>35.00</u>

Total Fees

\$122.50

Please return a certified copy of the Articles of Incorporation to my attention.

Sincerely,

Vicky H. Followell

Followell Accounting Service & Taxes Inc.

3737 Manatee Avenue West Bradenton, Florida 34205

VHF/

Enclosures

00 FEB - 7 PH 12: 28
SECRETARY OF STATE
TALLAHASSEE, FLORIOA

ARTICLES OF INCORPORATION OF

OO FEB - 7 PH 12: 29 SECRETARY OF STATE TALLAHASSEE, FLORIO

Culbreath Well Drilling & Irrigation, Inc.

ARTICLE 1 - Name

The name of the corporation is: Culbreath Well Drilling & Irrigation, Inc.

ARTICLE II - Existence

This corporation shall commence existence upon receipt and filing of these articles.

ARTICLE III - Purpose

The general purpose for which this corporation is organized shall be the transacting of any or all lawful business for which corporations may be incorporated under the provisions of Chapter 607, Florida Statues.

ARTICLE IV - Capital Stock

This corporation is authorized to issues 1,000 shares of common stock, each having a par value of \$1.00. The stock will be classified as 1244 stock for Internal Revenue purposes.

ARTICLE V - Initial Registered Office and Agent

The address of the initial registered office of this corporation is 3108 12th Street East, Bradenton, FL 34208 and the name of the initial registered agent of this corporation at that address is Julian Lloyd Culbreath.

ARTICLE VI - Initial Corporate Office

The address of the initial corporate office of this corporation is 3108 12th Street East, Bradenton, FL 34208.

ARTICLE VII - Initial Board of Directors

This corporation shall have 2 directors initially. The number of directors may be increased or decreased from time to time by the By-Laws but there shall always be a least one director. The name and address of the initial director(s) of this corporation is/are:

NAME

ADDRESS

Julian Lloyd Culbreath

3108 12th Street East Bradenton FL 34208

Shirley Culbreath

3108 12th Street East Bradenton FL 34208

ARTICLE VIII - Incorporator

The name and address of the person signing these Articles of Incorporation is: Julian Lloyd Culbreath, 3108 12th Street East, Bradenton FL 34208.

ARTICLE IX - By Laws

The power to adopt, alter, amend or repeal By-Laws of this corporation shall be vested in either the Board of Directors or the shareholders; provided, however, the Board of Directors may not alter, amend or repeal any By-Laws adopted by the shareholders if the shareholders specifically provide that the By-Law is not subject to alteration, amendment of repeal by the Board of Directors.

ARTICLE X - Indemnification

This corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

Julian Lloyd Culbreath

STATE OF FLORIDA

COUNTY OF Maratu

The foregoing instrument was acknowledged before me on this the

VICKY H. FOLLOWELL MY COMMISSION # CC 868122 EXPIRES: September 5, 2003 _ day of

Mally

ACCEPTANCE

The undersigned, having been designated in the foregoing Articles of Incorporation as Registered Agent, hereby agrees to accept said designation

Julian Lloyd Culbreath

00 FEB - 7 PM 12: 29
SECRETARY OF STATE