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ACCOUNT NO. : 072100000032

REFERENCE : 784533 7196126

AUTHORIZATION :

*Patricia Pigato*

COST LIMIT : \$ 70.00

ORDER DATE : August 2, 2000

ORDER TIME : 11:38 AM

ORDER NO. : 784533-005

800003344068--8

CUSTOMER NO: 7196126

CUSTOMER: Linda Knoerr, Esq  
Decarlo & Knoerr, P.a.

4984 North Pine Island Road

Fort Lauderdale, FL 33351

DOMESTIC FILING

NAME: A & M IRRIGATION, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP  
       ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds - EXT. 1133

EXAMINER'S INITIALS:

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
00 AUG -2 PM 3:19

RECEIVED  
00 AUG -2 PM 12:28  
DIVISION OF CORPORATIONS

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION  
OF  
A & M IRRIGATION, INC.  
A FLORIDA CORPORATION

00 AUG -2 PM 3:19

The undersigned, acting as Incorporator of A & M IRRIGATION, INC., a Florida corporation, (the "Corporation"), under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such Corporation:

ARTICLE I

NAME AND ADDRESS

The name of the Corporation is A & M IRRIGATION, INC., a Florida corporation, and the street address and initial principal office of the Corporation is 9237 Affirmed Lane, Boca Raton, Florida 33496.

ARTICLE II

PURPOSE

The Corporation is organized for the purpose of transaction any and all lawful business for which corporations may be incorporated under the laws of the State of Florida, or any other state, country, territory or nation.

ARTICLE III

CAPITAL STOCK

The Corporation is authorized to issue 500 shares of Common Stock having a par value of \$1.00 per share.

ARTICLE IV

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 4984 N. Pine Island Road, Lauderhill, Florida 33351, and the name of the initial Registered Agent of the Corporation at that address is LINDA KNOERR, ESQUIRE, of DeCARLO & KNOERR, P.A.

ARTICLE V

INITIAL BOARD OF DIRECTORS

The Corporation shall initially have one director to hold office until the first annual meeting of shareholders or their successor shall have been duly elected and qualified, or until their earlier resignation, removal from office or death. The number of directors may be either increased or decreased from time to time in accordance with the By-Laws of the Corporation. The names and addresses of the initial Directors of the Corporation are as follows:

Name:

Address:

Michael DiGirolamo

9237 Affirmed Lane  
Boca Raton, Florida 33496

ARTICLE VI  
INCORPORATOR

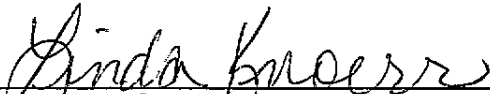
The name and address of the Incorporator of the Corporation is LINDA KNOERR, ESQUIRE, of DeCarlo & Knoerr, P.A., 4984 N. Pine Island Road, Lauderhill, Florida 33351.

ARTICLE VII

TERM OF EXISTENCE

This corporation is to exist perpetually.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 15<sup>th</sup> day of August, 2000.

  
LINDA KNOERR  
Incorporator

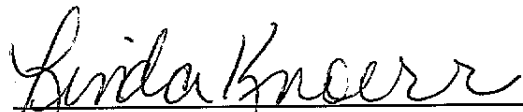
FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

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ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

Having been named as Registered Agent to accept service of process for A & M IRRIGATION, INC., a Florida corporation, at the place designated in the foregoing Articles of Incorporation, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of the Florida Business Corporation Act relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

Dated: August 18, 2000

  
LINDA KNOERR  
Registered Agent