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TRANSMITTAL LETTER

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

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-03/15/01--01069--011
****122.50 *****78.75

Subject: R&R Irrigation and Hydroseed, Inc.

I enclose an original and one copy of the Articles of Incorporation for the above corporation and a check in the amount of \$122.50.

From: Kimberly Ann Whitman
R&R Irrigation and Hydroseed, Inc.,
7568 Pine Meadows Loop Road
Pace, Florida 32571
(850) 995-8768

FILED
01 MAR 15 AM 9:10
SECRETARY OF STATE
TALLAHASSEE, FL 32314

3-20-01
CC

ARTICLES OF INCORPORATION

OF

R&R IRRIGATION AND HYDROSEED, INC.

ARTICLE I - NAME

The name of the corporation shall be:

R&R IRRIGATION AND HYDROSEED, INC.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

7568 Pine Meadows Loop Road
Pace, Florida 32571

ARTICLE III - CAPITAL STOCK

The number of share of stock that this corporation is authorized to have outstanding at any one time is:

10,000 Shares of the par value of \$1.00 each

ARTICLE IV - INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

Kimberly Ann Whitman
7568 Pine Meadows Loop Road
Pace, Florida 32571

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ARTICLE V - INCORPORATOR

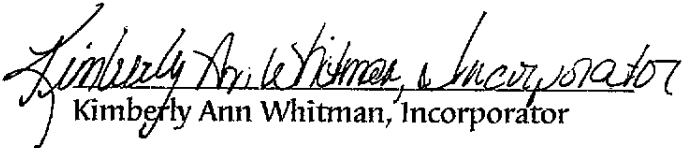
The name and street address of the incorporator to these Articles of Incorporation is:

Kimberly Ann Whitman
7568 Pine Meadows Loop Road
Pace, Florida 32571

ARTICLE VI - EFFECTIVE DATE

Pursuant to Section 607.0123 of the Florida Statutes, the effective date of this document shall be March 13, 2001.

The undersigned has executed these Articles of Incorporation this 17th day of January 2001.


Kimberly Ann Whitman, Incorporator

CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is:

R&R IRRIGATION AND HYDROSEED, INC.

2. The name and address of the registered agent and office is:

Kimberly Ann Whitman
7568 Pine Meadows Loop Road
Pace, Florida 32571

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TALLAHASSEE, FLORIDA

Signature: _____

Title: Incorporator

Date: January 17, 2001

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes 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.

Signature: _____

Date: 1-17-01