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April 9, 2001

Division of Corporations  
D.W. McKinnon, Division Director  
P.O. Box 6327  
Tallahassee, FL 32399

100004511501--0  
-08/01/01--01064--015  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

RE: Incorporation of New Business

Dear Sirs:

Enclosed are: (2) Articles of Incorporation; (2) certificate designating place of business;  
and (1) check in payment of incorporation fees as follows:

\$35.00 – Filing Fee – Profit Corporation  
52.50 – Charter Tax (Minimum)  
87.50 Total Check

Please return the certified copy of these articles of incorporation to our office.

Sincerely,



Martin P. McAlear, President,  
Martin McAlear Irrigation, Inc.

01 AUG - 1 AM 11:58  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Enclosure

PS  
8/3/01

**ARTICLES OF INCORPORATION**  
**OF**

FILED

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**MARTIN MCALEAR IRRIGATION INCORPORATED**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, Martin P. McAlear, being a natural person competent to contract, hereby acknowledges and files theses ARTICLES OF INCORPORATION in the Office of the Secretary of State of the State of Florida in order to form a Corporation for profit under the laws of the State of Florida.

**ARTICLE I**

**CORPORATE NAME**

The name of this Corporation is MARTIN MCALEAR IRRIGATION INCORPORATED. The principal office and mailing address of the Corporation is 4337 17th Place SW, Naples, FL 34116.

**ARTICLE II**

**DURATION**

The Corporation shall have perpetual existence, commencing upon the filing of these articles with the Florida Secretary of State.

**ARTICLE III**

**PURPOSE**

The Corporation is organized for the purpose of transacting any or all lawful business.

**ARTICLE IV**

**CAPITAL STOCK**

The Corporation is authorized to issue 1000 shares of \$1.00 par value stock, which shall be designated "common shares". The stock of the Corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and all regulations issued thereunder. Such actions as are necessary will be taken by the officers of this Corporation in order to qualify

under Section 1244. This Corporation is being capitalized and its stock is being issued to comply with the aforementioned section of the Internal Revenue Code.

#### **ARTICLE V**

#### **INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the Corporation 4337 17<sup>th</sup> Place SW, Naples, FL 34116, and is the name of the initial registered agent of the Corporation at that address is Martin P. McAlear. The Director(s) of this Corporation may from time to time change the registered office or registered agent, or both, by appropriate notice to the Secretary of State.

#### **ARTICLE VI**

#### **DIRECTORS**

The Corporation shall have not less than one Director, as provided by the By-Laws. Director(s) shall hold office for the term provided in the By-Laws or until their successor(s) have been duly elected and qualified.

#### **ARTICLE VII**

#### **INITIAL BOARD OF DIRECTORS**

The following shall constitute the initial Board of Directors of this Corporation:

Martin P. McAlear  
4337 17<sup>th</sup> Place SW  
Naples, FL 34116

#### **ARTICLE VIII**

#### **INCORPORATORS**

The name and address of the person signing these Articles is:

Martin P. McAlear  
4337 17<sup>th</sup> Place SW  
Naples, FL 34116

**ARTICLE IX**

**BY-LAWS**

The power to adopt, alter, amend or repeal the By-Laws shall be vested in the Board of Directors and the Shareholders in the manner provided by the laws of the State of Florida.

**ARTICLE X**

**AMENDMENT**

This Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, in the manner provided by the laws of the State of Florida.

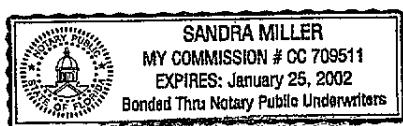
IN WITNESS WHEREOF, the undersigned Subscribers have executed these Articles of Incorporation this \_\_\_\_ 10 \_\_\_\_ day of \_\_\_\_ April \_\_\_\_, 2001.

  
\_\_\_\_\_  
Martin P. McAlear

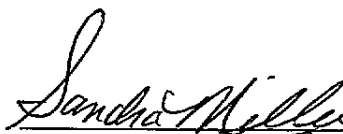
STATE OF FLORIDA  
COUNTY OF COLLIER

BEFORE ME, a notary public authorized to take acknowledgements in the State and County set forth above, personally appeared **Martin P. McAlear**, known to me and known by me to the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this \_\_\_\_ 10 \_\_\_\_ day of \_\_\_\_ April \_\_\_\_, 2001.



(SEAL)

  
\_\_\_\_\_  
NOTARY PUBLIC *Sandra Miller*  
State of Florida at Large

My commission expires:

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE  
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHICH  
PROCESS MAY BE SERVED**

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

That, MARTIN MCALEAR IRRIGATION INCORPORATED, desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, in the County of Collier, State of Florida, has named Martin P. McAlear located at 4337 17<sup>th</sup> Place SW, Naples, FL 34116, as its agent to accept service of process within this State.

**ACKNOWLEDGMENT**

Having been named to accept service of process of the above stated Corporation, at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

  
\_\_\_\_\_  
Martin P. McAlear

01 AUG - 1 AM 11:58  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED