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TRANSMITTAL LETTER

FILED

02 APR 29 PM 2:26

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

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SUBJECT: AMERICA'S FINEST IRRIGATION, Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

700005371597--8
-04/29/02--01121--003
*****78.75 *****78.75

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

\$70.00 Filing Fee
 \$78.75 Filing Fee & Certificate of Status

\$78.75 Filing Fee & Certified Copy
 \$87.50 Filing Fee, Certified Copy & Certificate of Status
ADDITIONAL COPY REQUIRED

FROM: BRADLEY W. SHARP
Name (Printed or typed)

2941 37 AVENUE NORTH
Address

ST. PETERSBURG, FL 33713
City, State & Zip

(727) 525-1626
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION
OF
America's Finest Irrigation, Inc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I

Name

The name of the corporation is America Finest Irrigation, Inc.

ARTICLE II

Duration

The period of duration of the corporation is perpetual.

ARTICLE III

Purpose

The purpose or purposes for which the corporation is organized are to engage in any activities or businesses permitted under the laws of the State of Florida.

ARTICLE IV

Shares

NUMBER: The aggregate number of shares that the corporation shall have the authority to issue is 10,000 shares of Capital Stock with a par value of \$1.00 per share.

STATED CAPITAL: The sum of the par value of all shares of Capital Stock of the corporation that have been issued shall be the stated capital of the corporation at any particular time.

DIVIDENDS: The holders of the outstanding capital stock shall be entitled to receive, when and as declared by the Board of Directors, dividends payable either in cash, in property, or in shares of capital stock of the corporation.

CLASSES OF STOCK: The shares of the corporation are not to be divided into classes.

SERIES: The corporation is not authorized to issue shares in series.

ARTICLE V

Initial Registered Office and Agent

The initial street address in Florida of the initial registered office of the corporation is 2941 37 Avenue North, St. Petersburg, Florida 33713, and the name of the initial registered agent is Bradley W. Sharp, and the principal office shall be the same as the registered office address.

ARTICLE VI
Board of Directors

The Board of Directors shall always consist of at least one person. The name and addresses of the persons who shall serve as the Directors until the first annual meeting of the Shareholders, or until their successors shall have been elected and qualified, are as follows:

Bradley W. Sharp 2941 37 Avenue North, St. Petersburg, Florida 33713
Daniel J. Ebert, 4001 4 Avenue North, St. Petersburg, Florida 33713

ARTICLE VII
Initial Incorporator

The name and street address of the incorporator of this corporation shall be Bradley W. Sharp, 2941 37 Avenue North, St. Petersburg, Florida 33713.

ARTICLE VIII
Shareholder Action

Three-fourth (3/4ths) of the stockholders of the corporation shall be required for any shareholder action.

ARTICLE IX
Power To Adopt, Amend, Alter, Change or Repeal Articles

The shareholders shall have the power to adopt, amend, alter, change or repeal the articles of incorporation when proposed and approved by a stockholders meeting, with not less than a three-fourths (3/4ths) vote of the common stock.


ARTICLE X
Preemptive Rights to Purchase Shares

The holders of the common stock of this corporation shall have preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the shareholder(s), such as the share of the stock of this corporation as may be issued for money or any property or services from time to time, in addition to that stock authorized by the corporation. The preemptive right of any holder is determined by the ratio of the authorized shares of common stock held by the holder to all of the common stock currently authorized.

ARTICLE XI
Voting of Share Cumulatively

The shareholders of this corporation shall be allowed to vote their shares cumulatively so as to give one candidate as many votes as the number of officers to be elected multiplied by the number of his shares, to distribute them among as many candidates as he may wish. Notice must be given by any shareholder to the President or a Vice President of said corporation not less than twenty-four (24) hours prior to the time set for the holding of a shareholders meeting for the election of officers that said shareholder intends to cumulate his vote at said election.

IN WITNESS WHEREOF, THE UNDERSIGNED has made and subscribed of these articles of incorporation at Pinellas Park Florida on the 26th day of April, 2002



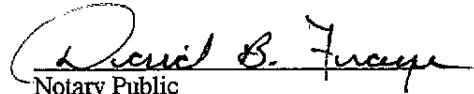
Bradley W. Sharp
Incorporator

STATE OF FLORIDA

COUNTY OF Pinellas

Before me, the undersigned authority, personally appeared Bradley W. Sharp who is to me well known or who has produced (personally known) as identification and who subscribed the above articles of incorporation, and he did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and my official seal at Pinellas Park in said county and state this 26th day of April 2002.



Notary Public
STATE OF FLORIDA

My commission expires:

DAVID B FRAYER
NOTARY PUBLIC - STATE OF FLORIDA
My Commission Expires May 18, 2003
Comm #CC 824834

STATE OF FLORIDA

DEPARTMENT OF STATE

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE DESIGNATING PLACE OF BUSINESS OF DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED AND NAMES AND ADDRESSES OF THE OFFICERS.

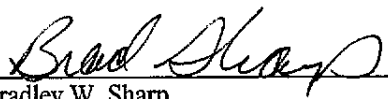
In compliance with Florida Statutes Sections 48.091 and 607.034, the following is submitted:

America's Finest Irrigation, Inc., a corporation organized under the laws of the State of Florida, has named Bradley W. Sharp of 2941 37 Avenue North, St. Petersburg, Florida 33713, as its agent to accept service of process within the State of Florida.

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above named corporation at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of it's duties, and I am familiar with and accept the duties and obligations of Section 607.0505 Florida Statutes.

Dated this 26th day of April, 2002.


Bradley W. Sharp
Registered Agent

OFFICERS:	TITLE	SPECIFIC ADDRESS
Bradley W. Sharp	Vice President & Secretary	2941 37 Avenue North St. Petersburg, Florida 33713
Daniel J. Ebert	President & Treasure	4001 4 Avenue North St. Petersburg, Florida 33713