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January 26, 1996

Corporate Records Bureau  
Division of Corporations  
Department of State  
Post Office Box 6327  
Tallahassee, FL 32314

55 JAN 29 PM 3:16  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RE: First Class Irrigation, Inc.

Gentlemen:

Enclosed please find my trust account check payable to your order in the amount of \$122.50, Articles of Incorporation, and copy of same.

Amounts on the enclosed check are broken down as follows:

\$35.00 - Filing Fee

\$35.00 - Designating Registered Agent

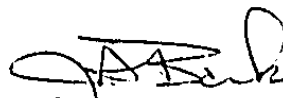
\$52.50 - Certified copy of Articles of Incorporation

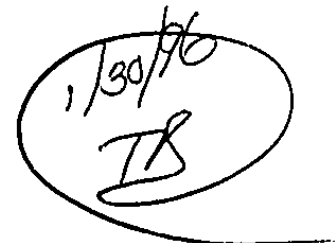
800001700428  
-01/29/96--01069--007  
\*\*\*\*122.50 \*\*\*\*122.50

Please file the enclosed Articles and return a certified copy of same to me at your earliest convenience.

Thank you for your assistance.

Very truly yours,

  
James A. Barks



JAB/jst

Enclosures

ARTICLES OF INCORPORATION

OF

FIRST CLASS IRRIGATION, INC.

The undersigned Incorporators to these Articles of Incorporation hereby associate themselves together to form a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation is: FIRST CLASS IRRIGATION, INC.

ARTICLE II. COMMENCEMENT AND DURATION

Corporate existence of this corporation shall commence upon the filing of these Articles of Incorporation by the Department of State of the State of Florida, and this corporation is to exist perpetually.

ARTICLE III. GENERAL PURPOSE

The general purpose of the business to be transacted by this corporation is to engage in any and all lawful business permitted under the Laws of the United States and the Laws of the State of Florida, except to do business as a bank, railroad, canal, or telephone or telegraph company.

ARTICLE IV. NUMBER OF SHARES

The maximum number of stock that this corporation is authorized to issue is: 1,000 shares of common stock with \$1.00 par value per share, said shares shall be of the same class without preference.

ARTICLE V. INITIAL PRINCIPAL OFFICE AND REGISTERED AGENT

The street address of the initial principal office and registered office of this corporation is 503 West First Street, Sanford, Florida 32771, and the name of the initial registered agent of this corporation is STANLEY C. ROSIER.

ALL DOCUMENTS  
SECRETARIES  
JUL 29 1961  
STATE OF FLORIDA

#### ARTICLE VI. INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one

(1). The names and addresses of the initial directors of this corporation are:

STANLEY C. ROSIER  
Post Office Box 256  
Sanford, FL 32772-0256

JAMES H. JENKINS  
Post Office Box 256  
Sanford, Florida 32772-0256

#### ARTICLE VII. INCORPORATORS

The names and addresses of the persons signing these articles are:

STANLEY C. ROSIER  
5055 Wilson Road  
Sanford, FL 32771

JAMES H. JENKINS  
2805 South Oak Avenue  
Sanford, Florida 32773

#### ARTICLE VIII. AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to these reservations.

#### ARTICLE IX. STOCK TRANSFER RESTRICTIONS

Shares of capital stock of the Corporation shall be issued to the following persons in the following amounts upon payment of the consideration determined by the Board of Directors:

<u>Shareholder</u>	<u>Number of Shares</u>
STANLEY C. ROSIER	100
JAMES H. JENKINS	100

Shares held by each Shareholder may not be sold or otherwise transferred to other persons unless first offered to this Corporation or to the remaining Shareholders in proportion to their shares. The price, terms and other provisions regarding this restriction may be specified by written agreement among the Shareholders, which agreement may expand this Article and which may also include the Corporation as a party.

IN WITNESS WHEREOF, the undersigned subscriber executed these Articles of Incorporation this 25 day of January, 1996.

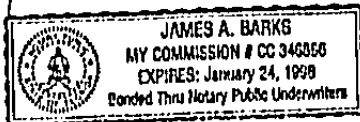
Stanley C. Rosier  
Stanley C. Rosier, Incorporator

James H. Jenkins  
James H. Jenkins, Incorporator

STATE OF FLORIDA

COUNTY OF SEMINOLE

The foregoing instrument was acknowledged before me this 25<sup>th</sup> day of January, 1996,  
by STANLEY C. ROSIER and JAMES H. JENKINS, who are personally known to me.

James A. Barks  


CERTIFICATE DESIGNATING REGISTERED AGENT AND  
STREET ADDRESS OF THE OFFICE FOR SERVICE OF PROCESS  
WITHIN THIS STATE

FILED  
JUL 29 1965  
TALLAHASSEE  
FLORIDA

Pursuant to Florida Statutes, this is to certify that FIRST CLASS IRRIGATION, INC., a corporation duly organized and existing under the Laws of the State of Florida, has named STANLEY C. ROSIER, 503 West First Street, Sanford, Florida 32771 as its agent to accept service of process within this State and the said address as the office for such service of process.

Stanley C. Rosier  
President

ACKNOWLEDGMENT

Having been named to accept service of process for the above State corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and agree to comply with the provisions of the Florida Statutes relative thereto.

By: Stanley C. Rosier  
Registered Agent