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Simon & Simon
CHARTERED ATTORNEYS

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FILED
JUN 10 PM 2:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

June 4, 1997

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

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-06/09/97--01188--003
*****35.00 *****35.00

RE: Master Irrigation & Sprinklers, Inc.
Name Change to Master Irrigation Systems, Inc.

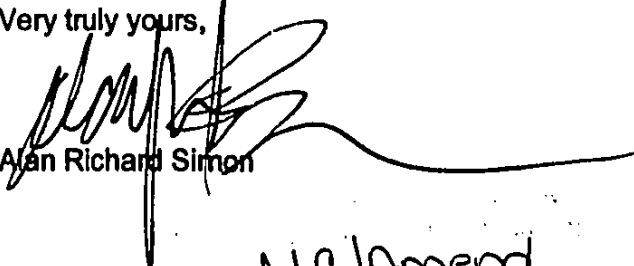
Dear Sirs:

Please find enclosed an original and one copy of Articles of Amendment for the above-referenced Corporation which changes the name to Master Irrigation Systems, Inc., together with our check in the amount of \$35.00 to cover the cost of filing the Articles of Amendment.

Please return a conformed copy to our office in the enclosed, self-addressed, stamped envelope.

Thank you for your cooperation in this matter. If you have any questions, please do not hesitate to call.

Very truly yours,


Alan Richard Simon

ARS:kl

Enclosure

N.C. Amend.

V&W 6-17-97

ARTICLES OF AMENDMENT

A Special Meeting of the Board of Directors and Shareholders of MASTER IRRIGATION & SPRINKLERS, INC. was held in the offices of the corporation on June 2, 1997..

J. Scott Bolling and Todd Lighter, being all of the Shareholders, Officers and Directors of the Corporation were present. President J. Scott Bolling conducted the meeting and recorded the minutes thereof.

President, J. Scott Bolling, stated that the sole order of the business was considering amending the Articles of Incorporation to change the Corporate name, and purpose of the Corporation.

Upon motion duly made and seconded, the following resolution was unanimously adopted:

RESOLVED, Article I of the Articles of Incorporation be changed to read as follows:

ARTICLE I - NAME

The name of the Corporation shall be :

MASTER IRRIGATION SYSTEMS, INC.

The foregoing Amendment of the Articles of Incorporation was unanimously approved and adopted by the directors and shareholders of the Corporation on the 2nd day of June, 1997.

There being no further business, the meeting was adjourned.

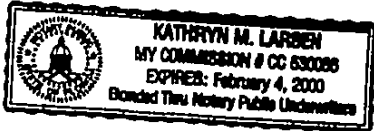
Respectfully submitted,


J. SCOTT BOLLING, PRESIDENT

FILED
97 JUN 10 PM 2:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 4th day of June, 1997 by J. Scott Bolling, President of Master Irrigation & Sprinklers, Inc., a Florida corporation, on behalf of the corporation. He is personally know to me or has produced a Florida Driver's License as identification and did take an oath.



Kathryn M. Larsen
Notary Public, State of Florida

Kathryn M. Larsen
Printed Notary Signature

My Commission Expires: