

**Savage-Gaston,
Hogan & Hargrove, P.A.**
ATTORNEYS AT LAW

Joyce Savage-Gaston
Jeffrey D. Hogan*
Charles D. Hargrove**

* Also admitted in Connecticut

** Also admitted in the
District of Columbia

OF COUNSEL July 16, 1997

Jodi M. Anderson,
LL.M., Taxation

Sandra Mortham
Secretary of State
Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32314

Re: Incorporation Documents of AQUA SPRAY SPRINKLERS
IRRIGATION INC.

Dear Ms. Mortham:

Please find enclosed the following documents regarding the corporate
formation of the of the above-referenced for-profit corporation:

1. An original and copy of the Articles of Incorporation;
2. A Certificate of Designation of Registered Agent/Registered Office; and,
3. A check in the amount of \$122.50, payable to the Secretary of State, covering the costs of the corporate filing fee of \$35.00, the certified copy fee of \$52.50, and the registered agent/office fee of \$35.00.

Please send any communications regarding the above-referenced matter to the undersigned.

801
North
Magnolia
Avenue

Suite 402

Orlando, Florida
32803-3851

Telephone
407-648-8882

Fax
407-872-5755

CDH/atm

Enclosures

Sincerely,

Charles D. Hargrove
Charles D. Hargrove

DMC
7/28/97

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
AQUA SPRAY SPRINKLERS & IRRIGATION, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator is forming a for-profit corporation in accordance with Chapter 607 of the Florida Statutes and adopts the following articles of corporation.

**ARTICLE I
NAME**

The name of the corporation is AQUA SPRAY SPRINKLERS & IRRIGATION, INC.

**ARTICLE II
PRINCIPAL OFFICE AND INITIAL REGISTERED AGENT**

The address of the corporation's principal office is 2445 Lakeview Avenue, P.O. Box 120772, Clermont, Florida 34712. The name of the initial registered agent of the corporation is Charles D. Hargrove, Esq., of the Law Offices of Savage-Gaston, Hogan & Hargrove, P.A., located at 801 N. Magnolia Avenue, Ste. 402, Orlando, Florida 32803-3851.

**ARTICLE III
DURATION**

The period of the corporation's duration shall be perpetual or until dissolved pursuant Chapter 607 of the Florida Statutes.

**ARTICLE IV
PURPOSE**

This corporation is organized for the following purposes:

A. To engage in the business of the installation, sale and/or repair of water systems, including, but not limited to, sprinkler systems; and, lawn maintenance services.

B. To own property, enter contracts, and to carry on any business necessary or incidental to the accomplishment or furtherance of the purposes or objects of this corporation.

C. To operate as a for-profit business to exercise all rights and powers conferred by the laws of the State of Florida upon for-profit corporations, including without limiting the generality of the foregoing, to make contracts, incur liabilities, or transact any lawful business within and without the State of Florida.

**ARTICLE V
DIRECTORS**

The name and address of each initial Director of the Corporation is as follows:

Michael C. Millo
811 Orange Brooks Drive
Clermont, FL 34711

Jane C. McAllister
2445 Lakeview Avenue
Clermont, FL 34711

**ARTICLE VI
OFFICERS**

The officers of the Corporation shall consist of a president, vice president, secretary, and treasurer. The name, address, and title of each initial Officer of the Corporation is as follows:

Michael C. Millo,
811 Orange Brooks Drive
Clermont, FL 34711

President and Treasurer

Jane C. McAllister,
2445 Lakeview Avenue
Clermont, FL 34711

Vice President and Secretary

**ARTICLE VII
CAPITAL STOCK**

The total number of shares of stock which the corporation shall be authorized to issue or have outstanding at any one time is 1000 shares. These shares shall be of a single class of common stock and have a value of \$1 per share.

**ARTICLE VIII
CORPORATE POWERS**

The corporation shall have all the rights and powers now or subsequently conferred on for-profit corporations by the laws of the State of Florida.

**ARTICLE IX
INCORPORATOR**

The name and street address of the person signing these articles of incorporation as an incorporator is:

Name

Address

Michael C. Millo

811 Orange Brooks Drive
Clermont, FL 34711

The undersigned incorporator of this corporation, has executed these articles of incorporation at the Law Offices of Savage-Gaston, Hogan & Hargrove, P.A., 801 N. Magnolia Avenue, Ste.402, Orlando, Florida 32803-3851, on this 16th day of July, 1997.


Michael C. Millo

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

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Pursuant to the provisions of sections 607.0501, Florida Statutes, the undersigned corporation, organization 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:

AQUA SPRAY SPRINKLERS & IRRIGATION, INC.

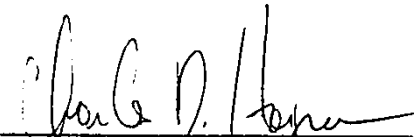
2. The name and address of the registered agent and office is:

CHARLES D. HARGROVE, ESQ.
SAVAGE-GASTON, HOGAN & HARGROVE, P.A.
801 NORTH MAGNOLIA AVENUE, STE. 402
ORLANDO, FLORIDA 32803-3851

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACED 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.

DATE: July 16, 1997

SIGNATURE:


Charles D. Hargrove