

P97000088047

October 8, 1997

Thomas H. Fish
4994 Vandiveer Road
Jacksonville, FL 32210-8314

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

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Subject:

Suburban Well and Pump Service, Inc.

Enclosed is an original and one (1) copy of the articles of incorporation and a check
\$131.25 for Filing Fee, Certified Copy and Certificate.

From:

Thomas H. Fish

Name (Printed or typed)

4994 Vandiveer Road

Address

Jacksonville, Florida 32210-8314

City, State & Zip

(904) 281-3297

Daytime Telephone number

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97 OCT 10 AM 10:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Thomas H. Fish

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

Suburban Well and Pump Service, Inc.

The undersigned, acting as the incorporator of a corporation under the Florida Business Corporation Act, adopt(s) the following articles of Incorporation for such corporation.

FIRST: The name of the corporation is Suburban Well and Pump Service, Inc.

SECOND: The period of duration of the corporation is perpetual.

THIRD: The purpose or purposes for which the corporation is organized are to engage in a general water well drilling and pump sales and repair service and to do everything necessary, proper, advisable, or convenient for the accomplishment of said purposes, and to do all other things incidental to them or connected with them that are not forbidden by the Florida corporation laws or by other law, or by these articles of incorporation and to carry out the said purposes in any state, territory, district, or possession of the United States, or in any foreign country, to the extent that these purposes are not forbidden by the law of the state, territory, district, or possession of the United States, by the foreign country.

FOURTH: Authorized 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 value of \$1.00 per share.

Stated capital. The sum of the 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 received, when and as declared by the Board of Directors, dividends payable either in cash, in property, or in shares of the capital stock of the corporation.

No classes of stock. The shares of the corporation are not to be divided into classes.

No Shares in series. The corporation is not authorized to issue shares in series.

FIFTH: The initial street address in Florida of the initial registered office of the corporation is 4994 Vandiveer Road, Jacksonville, Florida 32210-8314, and the name of the initial registered agent at such address is Thomas H. Fish, Jr.

SIXTH: The initial board of directors shall consist of three members, who need not be residents of the State of Florida or shareholders of the corporation.

SEVENTH: The names and address of the persons who shall serve as directors until the first annual meeting of shareholders, or until their successors shall have been elected and qualified, are as follows:

Name	Number & Street	City	State	Zip Code
Thomas H. Fish, Jr.	4994 Vandiveer Road	Jacksonville	Florida	32210-8314
Thomas D. Royal, Jr.	Rte. 1 Box 431	Maccleddy	Florida	322063
Terry Clark Florio	P. O. Box 1380	Glen St. Mary	Florida	32040

EIGHTH: The name and address of the initial incorporation is as follows:

Name	Number & Street	City	State	Zip Code
Thomas H. Fish	4994 Vandiveer Road	Jacksonville	Florida	32210-8314

NINTH: An affirmative vote of (three-fourths) of the shares of the corporation shall be required for any shareholder action.

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

ELEVENTH: 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 Board of Directors, such of the shares 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 and issued by the corporation. The preemptive right of any holder is determined by the ratio of the authorized and issued shares of common stock held by the holder all shares of common stock currently authorized and issued.

TWELFTH: The address of the principal office is 4994 Vandiveer Road, Jacksonville, Florida 32210-8314.

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

IN WITNESS WHEREOF, THE UNDERSIGNED has executed these articles of incorporation at Jacksonville, Duval County, Florida, on the 6th day of October, 1997.

Thomas H. Fish

Thomas H. Fish,
Incorporator

**CERTIFICATE OF DESIGNATION REGISTERED
AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED 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:

Suburban Well and Pump Service, Inc.

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

Thomas H. Fish, Jr.

(Name)

4994 Vandiveer Road

(Street address - P. O. Box or Mail Drop Box NOT acceptable)

Jacksonville, Florida 32210-8314

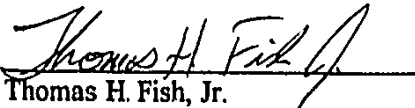
(City/State/Zip)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Having been named as registered agent and to accept service of process for the above stated corporation at the place 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.


Thomas H. Fish, Jr.

10/7/97
(Date)