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BRANT, MOORE, MACDONALD & WELLS, P.A.

ATTORNEYS AND COUNSELLORS  
SUITE 3100 - BARNETT CENTER  
50 NORTH LAURA STREET  
JACKSONVILLE, FLORIDA  
32202

WILLIAM P. BRANT  
TERRY A. MOORE  
JOHN B. MACDONALD  
S. GRIER WELLS  
SCOTT L. GLAZIER  
THOMAS M. REITER  
DAVID T. ABRAHAM  
STEPHEN G. FROM  
JAN D. MCCORMICK  
LEONARDO J. MAIMAN

ROSS L. BILBREY  
DALE S. DAVIDSON  
ROBERT G. SHAFFER, II  
MELISSA Y. BELL  
SUSAN B. KUBAR

AL L. SCHNEIDER  
OF COUNSEL

TELEPHONE (904) 353-3100  
TELEFAX (904) 353-1166

MAILING ADDRESS:  
POST OFFICE BOX 4548  
JACKSONVILLE, FLORIDA  
32201-4548

E-MAIL: BMMW@ILNK.COM

December 22, 1997

Corporate Division  
Department of State  
George Firestone Building  
Post Office Box 6327  
Tallahassee, Florida 32314

000002380060--0  
-12/23/97--01023--007  
\*\*\*\*122.50 \*\*\*\*122.50

Re: Engineered Pump & Equipment Co.

Dear Sir/Madam:

Enclosed please find two (2) original Articles of Incorporation for the above-referenced corporation. We have also enclosed our firm's check in the amount of \$122.50 to cover the cost of filing fee. We would appreciate your filing the Articles of Incorporation immediately upon receipt and returning a certified copy of the filing to our office.

If you have any questions, please do not hesitate to call.

Very truly yours,

*Jan D. McCormick*

Jan D. McCormick

JDM/clw  
Enclosures  
115628.1

FILED  
97 DEC 23 AM 8:05  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

12-20-97

ARTICLES OF INCORPORATION  
OF  
ENGINEERED PUMP & EQUIPMENT CO.

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ARTICLE I - NAME

The name of this Corporation is Engineered Pump & Equipment Co.

ARTICLE II - NATURE OF BUSINESS

The Corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III - CAPITAL STOCK

The authorized capital of the Corporation shall be 10,000 shares of the common stock at a par value of \$1.00 per share.

ARTICLE IV - TERM OF EXISTENCE

This Corporation is to exist perpetually.

ARTICLE V - PREEMPTIVE RIGHTS

Every Stockholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - PRINCIPAL OFFICE AND MAILING ADDRESS

The initial street address of the principal office and the mailing address of this Corporation is 3694 Sanctuary Way North, Jacksonville Beach, Florida 32250. The Board of Directors may from time to time move the principal office to any other address in Florida.

ARTICLE VII - DIRECTORS

This Corporation shall have two (2) Directors initially. The number of Directors may be increased or diminished from time to time, by Bylaws adopted by the Stockholders.

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TALLAHASSEE, FLORIDA

ARTICLE VIII - INITIAL DIRECTORS

The name and street address of the member of the first Board of Directors is:

Herschel Blackmon  
3694 Sanctuary Way North  
Jacksonville Beach, Florida 32250

David K. Scott  
3694 Sanctuary Way North  
Jacksonville Beach, Florida 32250

ARTICLE IX - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

Jan D. McCormick  
Suite 3100 - Barnett Center  
50 North Laura Street  
Jacksonville, Florida 32202

ARTICLE X - SECTION 1244 STOCK

The Board of Directors is authorized to issue "Section 1244 Stock", as defined by Section 1244 of the Internal Revenue Code as the same may be amended from time to time.

ARTICLE XI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is Suite 3100 - Barnett Center, 50 North Laura Street, Jacksonville, Florida 32202 and the name of the initial registered agent of this Corporation at that address is Brant, Moore, Macdonald & Wells, P.A.

ARTICLE XII - AMENDMENT

These Articles of Incorporation may be amended, altered, or changed at any time, and from time to time, in the manner now or hereafter prescribed by the applicable Florida Statutes, and all rights conferred on a stockholder herein are granted subject to this reservation.

ARTICLE XIII - EFFECTIVE DATE

The existence of this Corporation shall commence on the date of filing of these Articles of Incorporation with the Secretary of State.

 (SEAL)  
Jan D. McCormick  
Incorporator

REGISTERED AGENT'S ACCEPTANCE

The undersigned, by execution hereof, hereby accepts all of the duties and responsibilities of a Registered Agent for Engineered Pump & Equipment Co., a Florida corporation, in accordance with Florida Statutes, Section 607.0501.

BRANT, MOORE, MACDONALD &  
WELLS, P.A.

By: Jan D. McCormick  
Jan D. McCormick  
Its: Vice President  
Registered Agent

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97 DEC 23 AM 8:05  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA