

Watson & Osborne, P.A.
Attorneys at Law

KEITH WATSON
LEE S. OSBORNE
WILLIAM J. JOOS
ROBERT J. DYKE

REPLY TO:
2500 MONUMENT ROAD, SUITE 201

9980000006244

January 16, 1998

Secretary of State
Division of Corporation
P.O. Box 6327
Tallahassee, FL 32314

000002404650--0
-01/20/98--01056--014
*****70.00 *****70.00

RE: Sun Irrigation, Inc.

Dear Sir/Madam:

Enclosed please find an original and one copy of the Articles of Incorporation for the above-referenced corporation. Also enclosed is our firm check in the amount of \$70.00, payable to the Secretary of State, in payment of the requisite filing fee.

Please acknowledge receipt and filing in your usual manner. If possible, I would appreciate your returning a file-stamped copy to my office in the stamped, self-addressed enveloped provided for your convenience.

Thank you for your assistance in this matter.

Sincerely,

Amy J. Austin

Amy J. Austin
Legal Assistant

:aja
Enclosures

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CB
1-21-98

ARTICLES OF INCORPORATION

FOR

SUN IRRIGATION, INC.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following Articles of Incorporation:

ARTICLE ONE

The name of the corporation is SUN IRRIGATION, INC.

ARTICLE TWO

The duration of the corporation is perpetual.

ARTICLE THREE

The general purposes for which the corporation is organized are:

1. To engage in the installation and maintenance/repair of irrigation systems, and to transact any other lawful business for which corporations may be incorporated under the Florida General Corporation Act.
2. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE FOUR

The corporation is authorized to issue only one class of stock, and all issued stock shall be held of record by not more than thirty-five (35) persons. Stock will be issued and transferred only to: (1) natural persons, (2) estates, or (3) a trust as described in Title 26, United States Code, Section 1371, defining a qualified "small business corporation". In addition, no stock shall be issued or transferred to a non-resident alien.

ARTICLE FIVE

The aggregate number of shares which the corporation is authorized to issue is three hundred (300). Such shares shall be of a single class, and shall have a par value of One Dollar (\$1.00) each.

The shares of stock are to be issued as follows:

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TALLAHASSEE, FLORIDA

<u>NAME</u>	<u>SHARES</u>
Keith A. Stott	100
Timothy E. Reeves	100
David Vaughan	100

ARTICLE SIX

The street address of the corporation is 15684 Parete Road, Jacksonville, Florida 32218.

ARTICLE SEVEN

The number of directors constituting the initial board of directors of the corporation is three (3).
The name and address of each person who is to serve as a member of the initial board of directors are:

<u>NAME</u>	<u>ADDRESS</u>
Keith A. Stott President, Secretary	15684 Parete Road Jacksonville, FL 32218
Timothy E. Reeves Vice President, Co-Treasurer	Rt. 2, Box 366 Hillard, FL 32046
David Vaughan Vice President, Co-Treasurer	4455 Coquina Drive Jacksonville Beach, FL 32250

ARTICLE EIGHT

The name and address of each incorporator are:

<u>NAME</u>	<u>ADDRESS</u>
Keith A. Stott	15684 Parete Road Jacksonville, FL 32218
Timothy E. Reeves	Rt. 2, Box 366 Hillard, FL 32046
David Vaughan	4455 Coquina Drive Jacksonville Beach, FL 32250

ARTICLE NINE

This corporation may be dissolved prior to the time fixed in these Articles of Incorporation in accordance with the terms of that Shareholder Agreement dated the 6th day of January, 1998.

Should said Agreement not provide specific directives as to final dissolution, the affairs of the corporation shall be wound up in the manner provided by the Florida General Corporation Act.

Executed by the undersigned at Jacksonville, Florida on this 6th day of January, 1998.

WITNESSES:

Keith A. Stott
Keith A. Stott
Keith A. Stott
Keith A. Stott

INCORPORATOR:

Keith A. Stott
Keith A. Stott
Timothy E. Reeves
Timothy E. Reeves
David Vaughan
David Vaughan

STATE OF FLORIDA
COUNTY OF DUVAL

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgements, personally appeared Keith A. Stott, to me known to be the person described in and who executed the foregoing instrument and he acknowledged before me that he executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 6th day of January, 1998.



Lee S. Osborne
MY COMMISSION # CC657290 EXPIRES
July 12, 2001
BONDED THRU TROY FAIN INSURANCE, INC.

[Signature]
Notary Public, State of Florida
My Commission Expires:
SEAL

STATE OF FLORIDA
COUNTY OF DUVAL

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgements, personally appeared Timothy E. Reeves, to me known to be the person described in and who executed the foregoing instrument and he acknowledged before me that he executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 6th day of January, 1998.



Lee S. Osborne
MY COMMISSION # CC657290 EXPIRES
July 12, 2001
BONDED THRU TROY FAIR INSURANCE, INC.

Notary Public, State of Florida
My Commission Expires:
SEAL

STATE OF FLORIDA
COUNTY OF DUVAL

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgements, personally appeared David Vaughan, to me known to be the person described in and who executed the foregoing instrument and he acknowledged before me that he executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 6th day of January, 1998.



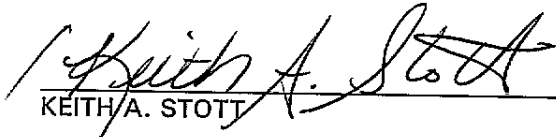
Lee S. Osborne
MY COMMISSION # CC657290 EXPIRES
July 12, 2001
BONDED THRU TROY FAIR INSURANCE, INC.

Notary Public, State of Florida
My Commission Expires:
SEAL

INITIAL REGISTERED AGENT OF SUN IRRIGATION, INC.

The address of the initial registered agent of the corporation is 15684 Parete Road, Jacksonville, Florida 32218, and the name of its initial registered agent at such address is Keith A. Stott.

By his signature below, Keith A. Stott, accepts designation as registered agent of SUN IRRIGATION, INC.



KEITH A. STOTT

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TALLAHASSEE, FLORIDA