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Tallahassee, FL 32314

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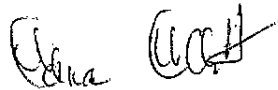
March 10, 1998

Re: Articles of Incorporation of HG Backflow Inc.

Gentlemen:

Enclosed please find the Articles of Incorporation and Designation of Registered Agent for HG Backflow Inc., together with a check in the amount of \$70.00 for the filing fee for the articles of incorporation and designation of registered agent.

Very truly yours,



Edna Elliott

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FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION
OF
HG BACKFLOW INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as sole incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I

The name of the corporation is HG Backflow Inc.

ARTICLE II

The period of duration of the corporation is perpetual.

ARTICLE III

The purpose or purposes for which this corporation is organized are to engage in any activity or business permitted under the laws of the United States and of this State.

ARTICLE IV

AUTHORIZED SHARES

Number. The aggregate number of shares that the corporation shall have the authority to issue is 7500 shares of Capital Stock with par value of \$1.00 per share.

Dividends. The holders of the outstanding Capital Stock shall be entitled to receive, 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.

ARTICLE V

The initial street address in Florida of the initial registered office of the corporation is 2119 W. Columbus Drive, Tampa, Florida 33607. The name of the initial registered agent at such address is Henry Gonzalez, Jr.

ARTICLE VI

The amount of capital with which the corporation will begin business is \$500.00.

ARTICLE VII

The initial Board of Directors shall consist of two members who need not be residents of the State of Florida or shareholders of the corporation.

ARTICLE VIII

The names and addresses 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:

<u>Name</u>	<u>Address</u>
Henry González, Jr.	2119 W. Columbus Drive, Tampa, FL 33607
Mark H. González	2119 W. Columbus Drive, Tampa, FL 33607

ARTICLE IX

The name and address of the sole incorporator is as follows:

Name

Address

Henry Gonzalez, Jr.

2119 W. Columbus Drive, Tampa, FL 33607

ARTICLE X

The registered holders of the shares of Capital Stock shall have a preemptive right as set forth in this paragraph to purchase, at such respective equitable prices, terms, and conditions as shall be fixed by the Board of Directors, such of the shares of the Capital Stock of the corporation or securities convertible into or carrying options or warrants to purchase such shares of Capital Stock as may be issued from time to time, after the issue of the first shares of Capital Stock that have never previously been issued. Such preemptive right shall apply to all shares issued after the first shares, whether the additional shares constitute a part of the shares presently or subsequently authorized or constitute shares held in the treasury of the corporation. No shares shall be issued to directors, officers, or employees of the corporation, or of any subsidiary corporation, as such, unless first offered to the holders of the Capital Stock in accordance with their preemptive right.

ARTICLE XII

TRANSACTIONS IN WHICH DIRECTORS HAVE AN INTEREST

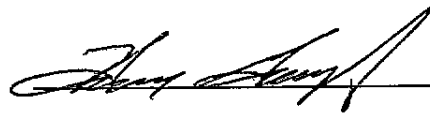
Any contract or other transaction between the Corporation and one or more of its directors, or between the Corporation and any firm of which one or more of its directors are members, employees or shareholders, or in which they are interested, shall be valid for all purposes, notwithstanding the presence of the directors at the Board of Directors' meeting that acts upon the contract or transaction.

ARTICLE XIII

INDEMNIFICATION

The Corporation shall have power to indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending, or completed action, suit or proceeding, whether civil, criminal, administrative or investigative (other than action by or in the right of the Corporation) by reason of the fact that he is or was a director, officer, employee or is or was serving at the request of the Corporation.

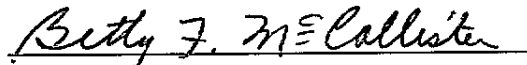
IN WITNESS WHEREOF, the undersigned has made and executed these Articles of Incorporation at Tampa, Florida, on the 10th day of March, 1998.



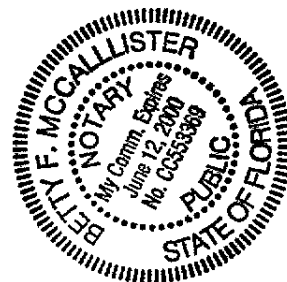
Henry Gonzalez, Jr.

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

BEFORE ME, the undersigned authority, personally appeared Henry Gonzalez, Jr., who produced _____ for identification or who is personally known to me, who, after being duly sworn, deposes and says that he has read the foregoing document, that he has personal knowledge of the facts stated in the document and that it is true and correct.

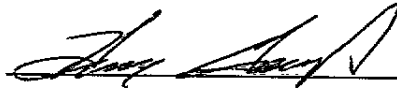

Notary Public

My commission expires:



ACCEPTANCE

I hereby accept appointment as Resident Agent of the above-named Corporation, and agree to serve as such until my successor shall have been named by the directors of the Corporation, and the proper department of the State of Florida notified thereof.



Henry Gonzalez, Jr.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA