



Dennis A. Barbarisi

ATTORNEY AT LAW
POST OFFICE BOX 1882
171-A EGLIN PARKWAY N.E.
FORT WALTON BEACH, FLORIDA 32548

TELEPHONE (904) 244-6102

P98000042969

May 7, 1998

Florida Department of State
Honorable Sandra B. Mortham, Secretary of State
Division of Corporations
Attention: New Filings Section
Post Office Box 6327
Tallahassee, Florida 32314-6327

600002518866--9
-05/11/98--01099--004
****122.50 ****122.50

In re: Fort Walton Irrigation Supply, Inc.

Gentlemen:

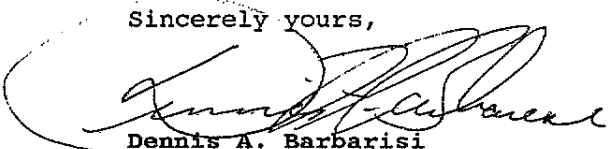
Enclosed herein please find the following:

1. An original and one (1) copy of the *Articles of Incorporation of the Fort Walton Irrigation Supply, Inc.*; the *Articles of Incorporation* designate a registered agent and acceptance of the registered agent is included therein.
2. Check #7500 drawn upon my trust account in the amount of \$122.50; said check represents the fees necessary for filing *Articles of Incorporation* and the *Designation and Acceptance by Registered Agent* in the amount of \$35.00 each for a total of \$70.00. Additionally, the sum of \$52.50 is included for the return of a certified copy of the *Articles of Incorporation* after they have been filed and the corporation assigned a document number.

FILED
98 MAY 11 AM 8:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I thank you for your consideration relative to the above, and remain,

Sincerely yours,


Dennis A. Barbarisi
Attorney at Law

DAB/jcc

Enclosures: a/s/a

Q15-13-98

ARTICLES OF INCORPORATION

OF

FORT WALTON IRRIGATION SUPPLY, INC.

We, the undersigned subscribers to these Articles of Incorporation, natural persons, competent to contract, do hereby announce our intent to form a corporation for profit under the laws of the State of Florida.

ARTICLE I

The name of this corporation shall be and is:

FORT WALTON IRRIGATION SUPPLY, INC.

ARTICLE II

The duration of the corporation is perpetual.

ARTICLE III

The principal office of this corporation is located at 214 Jonquil Avenue, Fort Walton Beach, Florida 32548.

1. The mailing address of the principal office of this corporation is 214 Jonquil Avenue, Fort Walton Beach, Florida 32548.

ARTICLE IV

The general purposes for which the corporation is organized are:

FILED
98 MAY 11 AM 8:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. To sell at retail and wholesale irrigation equipment and supplies.

2. To transact any other lawful business for which corporation may be incorporated under the Florida General Corporation Act or engage in any other trade or business which can, in the opinion of the board of directors of the corporation, be advantageously carried on in connection with or auxiliary to the foregoing business.

3. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE V

The aggregate number of shares which the corporation is authorized to issue is 100. Such shares shall have a par value of One and NO/100 Dollar (\$1.00) per share.

1. The owners of said shares will have unlimited voting rights.

2. That the owners of said shares are entitled, upon dissolution of the corporation, to receive the net assets of the corporation.

ARTICLE VI

The street address of the initial registered office of the corporation is 214 Jonquil Avenue, Fort Walton Beach, Florida 32548, and the name of its initial registered agent at such address

is Jack Randy Hinesley.

ARTICLE VII

The number of directors constituting the initial board of directors of the corporation is two (2). The names and addresses of the persons who are to serve as members of the initial board of directors are:

<u>NAME</u>	<u>ADDRESS</u>
Jack Randy Hinesley	230 Wynn Haven Beach Road Mary Esther, Florida 32569 Mailing Address: 230 Wynn Haven Beach Road Mary Esther, Florida 32569
Vicki Ann Hinesley	230 Wynn Haven Beach Road Mary Esther, Florida 32569 Mailing Address: 230 Wynn Haven Beach Road Mary Esther, Florida 32569.

ARTICLE VIII

The name and address of the incorporators is:

Jack Randy Hinesley	230 Wynn Haven Beach Road Mary Esther, Florida 32569
Vicki Ann Hinesley	230 Wynn Haven Beach Road Mary Esther, Florida 32569.

ARTICLE IX

IN WITNESS WHEREOF, we, the undersigned, being the original subscribers to the corporation hereinbefore named, have hereunto set my hand and seal this 5th day of May 1998, for the purpose of forming this corporation to do business both within and without of the State of Florida, and pursuant to the corporation law of the State of Florida, do make and file in the office of the Secretary of State of the State of Florida, these *Articles of Incorporation* and certify that the facts herein stated are true.


JACK RANDY HINESLEY
Incorporator

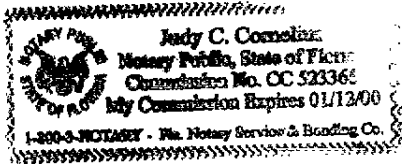

VICKI ANN HINESLEY
Incorporator

STATE OF FLORIDA
COUNTY OF OKALOOSA

BEFORE ME the undersigned authority, this day personally appeared **JACK RANDY HINESLEY** who is personally known to me or who has produced Florida Driver's License #H524-436-60-057-0

(type of identification) and who did (~~did not~~) take an oath, and who executed the foregoing instrument and acknowledged to and before me that he, **JACK RANDY HINESLEY**, executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal this 4th day of
May 1998.

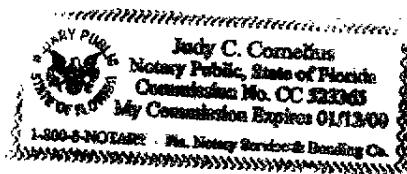


Judy C. Cornelius
Judy C. Cornelius
NOTARY PUBLIC
Commission No. CC 523365
My Commission Expires: 01/12/00

STATE OF FLORIDA
COUNTY OF OKALOOSA

BEFORE ME the undersigned authority, this day personally
appeared VICKI ANN HINESLEY who is personally known to me or who
has produced Florida Driver's License #H524-861-65-968-0
(type of identification) and who did (~~did not~~) take an oath, and
who executed the foregoing instrument and acknowledged to and
before me that she, VICKI ANN HINESLEY, executed said instrument
for the purposes therein expressed.

WITNESS my hand and official seal this 5th day of
May 1998.



Judy C. Cornelius
Judy C. Cornelius
NOTARY PUBLIC
Commission No. CC 523365
My Commission Expires: 01/12/00

**CERTIFICATE DESIGNATING REGISTERED OFFICE FOR THE SERVICE OF
PROCESS WITHIN THIS STATE, NAMING REGISTERED AGENT UPON WHOM
PROCESS MAY BE SERVED.**

FILED
98 MAY 11 AM 8:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In pursuance of Chapters 48.091, 607.0501, 607.0503, 607.0505, Florida Statutes, the following is submitted, in compliance with said Acts:

First that **FORT WALTON IRRIGATION SUPPLY, INC.**, desiring to organize under the laws of the State of Florida with its principal office at the City of Fort Walton Beach, 214 Jonquil Avenue, County of Okaloosa, State of Florida, has named Jack Randy Hinesley, at its registered office located at 214 Jonquil Avenue, Fort Walton Beach, Okaloosa County, Florida as its registered agent to accept service of process within this State.

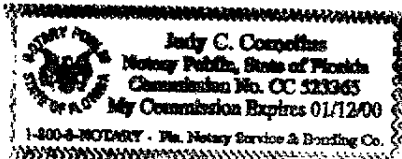
Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office and acting as registered agent; I, the individual named registered agent above, am familiar with and accept the obligations of that position.


By:


JACK RANDY HINESLEY
Registered Agent

STATE OF FLORIDA
COUNTY OF OKALOOSA

I HEREBY CERTIFY that on this 4th day of May 1998, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, personally appeared JACK RANDY HINESLEY, to me known to be the person stated, and who executed the foregoing instrument and he acknowledged before me that he executed the same.




Judy C. Cornelius
NOTARY PUBLIC STATE OF FLORIDA
Commission No. CC 523365
My Commission Expires: 01/12/00