

ALONZO H. HARDESTY, III, P. A.

ATTORNEY AT LAW

SUITE 7
1750 SOUTH VOLUSIA AVENUE
ORANGE CITY, FLORIDA 32763

TELEPHONE (904) 775-3222
FACSIMILE (904) 775-3345

P98000062397

July 7, 1998

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

400002587054--0
-01/13238--01111--011
***122.50 ***122.50

RE: FLO-RITE PUMP & IRRIGATION, INC.

Dear Sir:

EFFECTIVE DATE
7-7-98

Please find enclosed an original and one copy of Articles of Incorporation for the above referenced corporation, together with Designation of Resident Agent and my check in the amount of \$122.50 representing the following:

Filing Fee.....	\$35.00
Resident Agent.....	35.00
Certified copy of Articles.....	52.50
Total.....	\$122.50

Very truly yours,



Alonzo H. Hardesty, III

AHH/pr
Enclosures
cc: M/M Buchhold

SD
7/15

**ARTICLES OF INCORPORATION
OF
FLO-RITE PUMP & IRRIGATION, INC.**

ARTICLE I - NAME

The name of the corporation is FLO-RITE PUMP & IRRIGATION,
INC..

EFFECTIVE DATE
7-7-98

ARTICLE II - DURATION

The corporation shall have perpetual existence commencing on
the date of execution and acknowledgement of these Articles.

ARTICLE III - PURPOSE

The corporation is organized for the following purposes:

A. To engage in the business of selling, installing,
and maintaining pump and irrigation equipment of all kinds and
descriptions.

B. To engage in any activities or business permitted
under the laws of the United States or the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue One Thousand (1,000)
Shares, all of one class, at Ten (\$10.00) Dollar par value.

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock
of this corporation, shall have the right to purchase his prorata
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

The address of the principal office of the corporation is 750 Vaccinium Way, Osteen, Florida. The mailing address of the corporation is 750 Vaccinium Way, Osteen, Florida 32764-9408.

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 750 Vaccinium Way, Osteen, Florida, and the name of its initial registered agent at such address is VICKI G. BUCHHOLD.

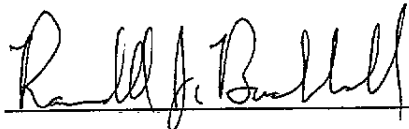
ARTICLE VIII - MANAGEMENT BY SHAREHOLDERS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation shall be managed under the direction of the shareholders of the corporation.

ARTICLE IX - INCORPORATOR

The name and address of the person executing these Articles of Incorporation is RANDALL J. BUCHHOLD, 750 Vaccinium Way, Osteen, Florida 32764-9408.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 7th day of July, 1998.

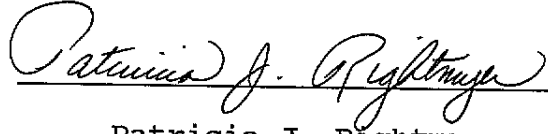
 (SEAL)

RANDALL J. BUCHHOLD

STATE OF FLORIDA
COUNTY OF VOLUSIA

BEFORE ME, the undersigned authority, personally appeared RANDALL J. BUCHHOLD, to me known to be the person who executed the foregoing Articles of Incorporation, and he acknowledged to and before me that he executed such instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 7th day of July, 1998.


Patricia J. Rightmyer



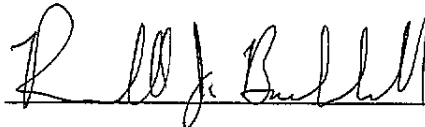
PATRICIA J. RIGHTMYER
MY COMMISSION # CC484378 EXPIRES
July 27, 1999
BONDED THRU TROY FAIR INSURANCE, INC.

CERTIFICATE DESIGNATING REGISTERED OFFICE
FOR THE SERVICE OF PROCESS WITHIN THE
STATE OF FLORIDA, AND NAMING THE REGISTERED
AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Sections 48.091 and 607.034 of the
Florida Statutes, the following is submitted:

That FLO-RITE PUMP & IRRIGATION, INC., desiring to qualify
under the laws of the State of Florida, with its principal place
of business located at 750 Vaccinium Way, Osteen, Florida 32764-
9408, has named VICKI G. BUCHHOLD, located at 750 Vaccinium Way,
Osteen, Florida 32764-9408, as its agent to accept service of
process within Florida.

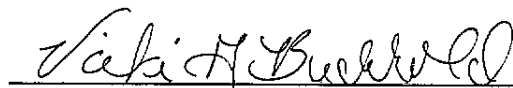
Dated this 12 day of July, 1998.

 (SEAL)

RANDALL J. BUCHHOLD, Incorporator

Having been named to accept service of process for FLO-RITE
PUMP & IRRIGATION, INC. at the place designated in this
certificate, I hereby agree to act in this capacity, and I
further agree to comply with the provisions of all statutes
relative to the proper and complete performance of my duties.

Dated this 12 day of July, 1998.

 (SEAL)

VICKI G. BUCHHOLD