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ROGERS, BOWERS, DEMPSEY AND PALADINO

ATTORNEYS

FILED

FLAGLER CENTER TOWER  
505 SOUTH FLAGLER DRIVE  
SUITE 1330

WEST PALM BEACH, FLORIDA 33401

99 AUG -5 PM 2: 17

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ROBERT O. ROGERS  
DAVID E. BOWERS  
W. GLENN DEMPSEY  
RICHARD PALADINO

August 3, 1999

TELEPHONE (561) 655-8980

TELECOPIER (561) 655-9480

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

900002951179--8  
-08/05/99-01044-014  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

In re: Articles of Incorporation for  
Garden Irrigation, Inc.

Dear Sir:

Enclosed herewith are the Original and one copy of the above-referenced Articles of Incorporation, together with our check in the amount of \$78.75 to cover the filing fee and a certified copy of the Articles. If you have any questions, please call.

Sincerely,

ROGERS, BOWERS, DEMPSEY AND PALADINO



Richard Paladino

RP:jiw  
Enclosures - a/s  
cc: Michael D. Draughon

PH  
8/11/99

**ARTICLES OF INCORPORATION  
OF  
GARDEN IRRIGATION, INC.**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I - NAME**

The name of this Corporation is GARDEN IRRIGATION, INC.

**ARTICLE II - PRINCIPAL PLACE OF BUSINESS**

The principal place of business of the Corporation is 797 Briarwood Drive, West Palm Beach,  
FL 33415.

**ARTICLE III - DURATION**

This Corporation shall exist perpetually commencing as of the date these Articles are filed  
with the Secretary of State's office.

**ARTICLE IV - PURPOSE**

This Corporation is organized for the purpose of transacting any or all lawful business for  
which corporations may be organized under the Florida General Corporation Law.

**ARTICLE V - CAPITAL STOCK**

The Corporation shall have the authority to issue One Hundred (100) shares of common  
stock, each having a par value of One Dollar (\$1.00) per share.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 797 Briarwood Drive, West Palm Beach, Florida 33415, and the name of the initial registered agent of this Corporation at that address is MICHAEL D. DRAUGHON.

ARTICLE VII - BOARD OF DIRECTORS

The Corporation shall have two (2) directors initially. The number of directors may be either increased or decreased from time to time by the bylaws, but shall never be less than one (1). The names and addresses of the initial directors of this Corporation are:

MICHAEL D. DRAUGHON  
797 Briarwood Drive  
West Palm Beach, FL 33415

AMY L. DRAUGHON  
797 Briarwood Drive  
West Palm Beach, FL 33415

ARTICLE VIII - INCORPORATOR

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

MICHAEL D. DRAUGHON  
797 Briarwood Drive  
West Palm Beach, FL 33415

ARTICLE IX - OFFICERS

The following named persons shall be officers of this Corporation from its inception and until their successors are duly elected and qualified:

President/Vice President:  
Secretary/Treasurer:

MICHAEL D. DRAUGHON  
AMY L. DRAUGHON

ARTICLE X - INDEMNIFICATION

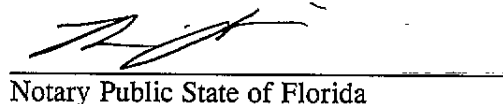
This corporation shall, to the fullest extent permitted by the provisions of the Florida General Corporation Law, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said provisions from and against any and all of the expenses, liabilities or other matters referred to in or covered by said provisions, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any bylaws, agreement, vote of shareholders or disinterested directors or otherwise, both as to action in their official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director or officer, and shall inure to the benefit of the heirs, executors and administrators of such a person.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 3<sup>rd</sup> day of <sup>AUGUST</sup>~~June~~, 1999.

  
MICHAEL D. DRAUGHON

STATE OF FLORIDA            )  
  )  
COUNTY OF PALM BEACH        )

The foregoing instrument was acknowledged before me, this 3<sup>rd</sup> day of <sup>AUGUST</sup>~~June~~, 1999, by MICHAEL D. DRAUGHON, who is ~~either personally known to me, or who has produced his~~ as identification.

  
Notary Public State of Florida

[NOTARIAL SEAL]



RICHARD PALADINO  
My Commission CC518707  
Expires Feb 11 2000

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN THIS STATE  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

FILED

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

In pursuance of Chapter 48.091, Florida Statutes, GARDEN IRRIGATION, INC. desiring to  
organize under the laws of the State of Florida with its principal office as indicated in the Articles of  
Incorporation in the City of West Palm Beach, County of Palm Beach, State of Florida, has named  
MICHAEL D. DRAUGHON, whose address is 797 Briarwood Drive, West Palm Beach, FL 33415,  
as its agent to accept service of process within this state.

**ACKNOWLEDGMENT:**

Having been named as the registered agent for the above state Corporation at the place  
designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the  
provisions of laws of the State of Florida relative to keeping said office open.

Dated: <sup>AUG 07</sup> ~~June~~ 3, 1999

  
MICHAEL D. DRAUGHON