

FILED/EFF

FEB 3 4 17 PM '00

ARTICLES OF INCORPORATION

FOR

PRO RAIN, INC.

The undersigned, acting as incorporator of the corporation under the Idaho Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

FIRST: The name of the corporation is PRO RAIN, INC.

SECOND: The period of its duration is perpetual.

THIRD: The corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act including, but not by way of limitation, the purpose of operating an irrigation system installation service and repair business.

FOURTH: The aggregate number of shares which the corporation shall have authority to issue is 10,000 shares of no par stock.

FIFTH: The address of the initial registered office of the corporation is, 815 W. Washington, Boise, Idaho 83702, and the name and address of its initial registered agent is: Jon T. Simmons, 815 W. Washington, Boise, Idaho 83702.

SIXTH: The number of directors constituting the initial Board of Directors of the corporation is two and the name and address of the persons who are to serve as

IDAHO SECRETARY OF STATE

02/04/2000 09:00
CK: 11544 CT: 4643 BH: 287249

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Directors until the first annual meeting of shareholders or until a successor is elected and shall qualify are:

<u>NAME</u>	<u>ADDRESS</u>
Jack E. Horton, III	325 N. Longhorn Eagle, ID 83616
Jaynie L. Horton	325 N. Longhorn Eagle, ID 83616

SEVENTH: The name and address of the incorporator is Jack E. Horton, III, whose address is as specified in paragraph Sixth above.

EIGHTH: Amendment of the Bylaws of the corporation by the Board of Directors shall require majority approval of those directors present either in person or by proxy at a meeting of the Board of Directors duly called at which a quorum is present.

NINTH: The Board of Directors may create such committee or committees as it deems to be necessary or advisable with only such power and authority as is specifically defined in the resolution establishing such committee.

TENTH: The Articles of Incorporation shall not be removed, modified or amended except upon approval of a majority of all of the shareholders at a regular or special meeting of the shareholders called for such meeting.

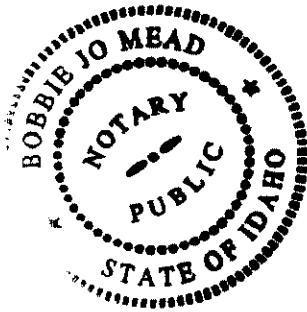
DATED this 3rd day of February, 2000.



JACK E. HORTON, III

STATE OF IDAHO)
)ss.
County of Ada)

On this 3rd day of February, 2000, before me, a notary public, personally appeared JACK E. HORTON, III, personally known to me to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same.



Bobbie Jo Mead
NOTARY PUBLIC FOR IDAHO
Residing at: Meridian
My commission expires: 7-3-2003