

State of Idaho

Department of State

CERTIFICATE OF AUTHORITY OF

NETAFIM IRRIGATION, INC.

File number C 115389

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of NETAFIM IRRIGATION, INC. for a Certificate of Authority to transact business in this State, duly signed and verified pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to NETAFIM IRRIGATION, INC. to transact business in this State under the name NETAFIM IRRIGATION, INC. and attach hereto a duplicate original of the Application for such Certificate.

Dated: June 14, 1996



Pete T. Cenarrusa
SECRETARY OF STATE

By *Louisa Herold*

APPLICATION FOR CERTIFICATE OF AUTHORITY

(Profit Corporation)

JUN 14 12 14 PM '96

To the Secretary of State of Idaho

Pursuant to Section 30-1-110, Idaho Code, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose submits the following statement.

1. The name of the corporation is Netafim Irrigation, Inc.

2. The name which it shall use in Idaho is Netafim Irrigation, Inc.

(To be used only when required to avoid a conflict with a name already on file. Must be accompanied by a Board of Directors resolution adopting assumed name in Idaho.)

3. It is incorporated under the laws of the State of New York

4. The date of its incorporation is May 27, 1981 and the period of its duration,
~~if other than perpetual~~, is perpetual

5. The address of its principal office in the state or country under the laws of which it is incorporated is
c/o Peter M. Bartfeld, Esq., Bryan, Levitin & Bab, LLP
330 Madison Avenue, New York, New York 10017

6. The address to which correspondence should be addressed, if different than item 5, is
4974 E. Clinton Way, Suite 125, Fresno, California 93272

7. The street address of its proposed registered office in Idaho is 2219 North Curtis Road
Boise, Idaho 83706, and the name of its proposed
registered agent in Idaho at that address is National Corporate Research, Ltd.

8. The purpose or purposes which it is proposed to pursue in the transaction of business in Idaho are:
The sale of dripper irrigation and related products.

(Continued on reverse)

Submit applications and certificate of status to:

Office of the Secretary of State
Division of Corporations
P.O. Box 83720
Boise, Idaho 83720-0080

Secretary of State use only

IDAHO SECRETARY OF STATE

DATE 06/14/1996 0900 70687

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CK #: 37526 CUST#: 21622

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9. The names and respective addresses of its directors and officers are:

Name	Office	Address
Yigal Stav	Director & Chairman of the Board	Kibbutz Hatzetim, D.N. Hanegev 4, 85505, Israel
Isaac Lidor	Director	Netafim Kibbutz Ma'al, DN HEFER, Israel 38845
Yechezkeal Shifroni	Director	Kibbutz Hatzetim, D.N. Hanegev 4, 85505, Israel
Ami Charitan	President & Treasurer	Netafim Irrigation, Inc. 4974 E. Clinton Way, Fresno, CA 93272
Yossi Ingber	Vice President & Secretary	Netafim Irrigation, Inc. 548 N. Douglas Avenue, Altamonte Springs, FL 32714

10. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.

11. This application is accompanied by a Certificate of Corporate Status or Existence, dated within 90 days, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated: ~~April~~ May 20, 1996

NETAFIM IRRIGATION, INC.

(Corporation name)

By

Ami Charitan
Its President/Vice President (please specify)

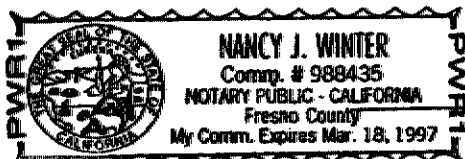
and

Ingber Yossi
Its Secretary/Assistant Secretary (please specify)

STATE OF CALIFORNIA)
) ss:
COUNTY OF FRESNO)

I, Nancy Winter, a notary public, do hereby certify that on
this 20th day of April May, 19 96, personally appeared before
me Ami Charitan, who being by me first duly sworn, declared that (s)he
is the President of Netafim Irrigation, Inc.

that (s)he signed the foregoing documents as president of the corporation and that
the statements therein contained are true.

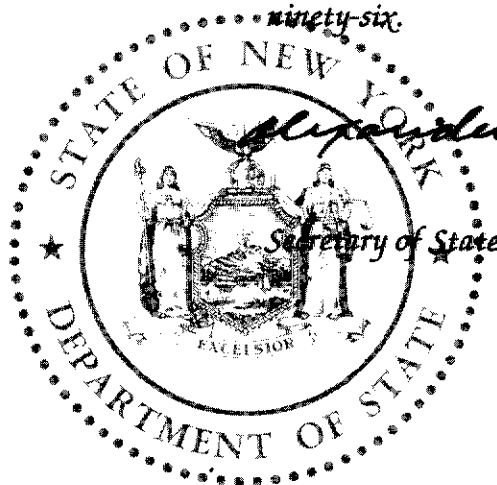


Nancy J. Winter
Notary Public

State of New York | **ss:**
Department of State

I hereby certify, that the certificate of incorporation of NETAFIM IRRIGATION, INC. was filed on 05/27/1981, with perpetual duration, and that I have made a diligent examination of the index of corporation papers filed in this Department for a certificate, order, or record of a dissolution, and upon such examination, I find no such certificate, order or record, and that so far as indicated by the records of this Department, such corporation is a subsisting corporation.

Witness my hand and the official seal
of the Department of State at the City
of Albany, this 02nd day of April
one thousand nine hundred and
ninety-six.



Alfred F. Treadwell

Secretary of State

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