

08-26-1999

FORM PTO-1594

(Rev. 6-93)

OMB No. 0651-0011 (exp. 4/94)

M&K 127-T-34-US-01



HEET

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

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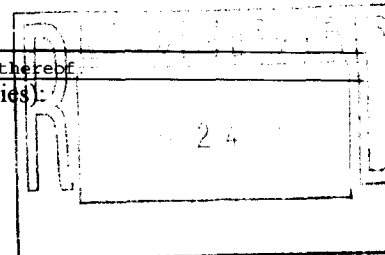
To the Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

James Hardie Irrigation, Inc.

2. Name and address of receiving party(ies):

T-H Irrigation, Inc.
5825 Jasmine Street
Riverside, California 92504



- Individuals
- General Partnership
- Corporation-State of Nevada
- Other:
- Association
- Limited Partnership

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other:
- Merger
- Change of Name

- Individual(s) citizenship
- General Partnership
- Corporation-State of Nevada
- Other:
- Association
- Limited Partnership

Execution Date: May 5, 1997

If assignee is not domiciled in the United States, a domestic representative designation is attached
 Yes No
(Designations must be separate document from Assignment)

Additional name(s) & address(es) attached? Yes No

4. Application number(s) or trademark number(s):

A. Trademark Application No.(s)

B. Trademark Reg. No.(s)

1,455,137

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Michael L. Mau
Address: Mau & Krull, P.A.
1250 Moore Lake Drive East
Suite E
Fridley, MN 55432

6. Total number of applications and trademarks involved: 1

7. Total fee (37 CFR 3.41): \$40.00
 Enclosed
 Authorized to be charged to deposit account

8. Please charge any additional fees or credit any overpayments to our Deposit account number: 500549

DO NOT USE THIS SPACE

9. Statement and signature:

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Michael L. Mau

Name of Person Signing

Signature

August 18, 1999

Date

Total number of pages including cover sheet, attachments, and document: 5

Do not detach this portion

Mail documents to be recorded with required cover sheet information to

Commissioner for Patents and Trademarks
Box Assignments
Washington, D.C. 20231

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of information systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project (0651-0011), Washington, D.C. 20503.

08/26/1999 NT1011 000004/ 1455137

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43.00 DP

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Receipt ~~FINANCE~~

CERTIFICATE OF AMENDMENT OF ARTICLES OF INCORPORATION

(After Issuance of Stock)

Filed by: 11150

James Hardie Irrigation, Inc.

Name of Corporation

We the undersigned Richard W. Paro

President or Vice President

and

J. Lawrence McIntyre

Secretary or Assistant Secretary

of James Hardie Irrigation, Inc.

Name of Corporation

do hereby certify:

That the Board of Directors of said corporation at a meeting duly convened, held on the 5th day of May, 1997, adopted a resolution to amend the original articles as follows:

Article I is hereby amended to read as follows:

The name of the Corporation is T-H Irrigation, Inc.

Article II is hereby amended to read as follows:

The address and location of the registered office of the Corporation in the State of Nevada is 400 West King Street, Carson City, Nevada 89703.

FILED IN THE OFFICE OF THE SECRETARY OF STATE OF NEVADA

MAY 15 1997 No. C 11917-90 Dean Heller, SECRETARY OF STATE

The number of shares of the corporation outstanding and entitled to vote on an amendment to the Articles of Incorporation is 1,000; that the said change(s) and amendment have been consented to and approved by a majority vote of the stockholders holding at least a majority of each class of stock outstanding and entitled to vote thereon.

Richard W. Paro, President and J. Lawrence McIntyre, Secretary (handwritten signatures)

State of CALIFORNIA County of ORANGE ss

On MAY 8th 1997, personally appeared before me, a Notary Public,

Names of Persons Appearing and Signing Document: who acknowledged that they executed the above instrument.

(NOTARY STAMP OR SEAL)

Signature of Notary SEE ATTACHED



CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

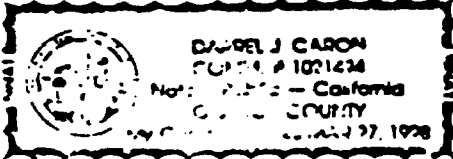
NS 1708

State of CALIFORNIA
County of ORANGE

On 5-8-97 before me, DARREL J. CARON
DATE NAME, TITLE OR OFFICE - S.A., JUDGE, ETC., NOTARY PUBLIC

personally appeared RICHARD M. FARLO
NAME(S) OF SIGNER(S)

Personally known to me OR proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) were subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.



WITNESS my hand and official seal.
[Signature]
SIGNATURE OF NOTARY

OPTIONAL SECTION
CAPACITY CLAIMED BY SIGNER

Though states does not require the Notary to fill in the data below, doing so may prove valuable to persons relying on the document.

- INDIVIDUAL
- CORPORATE OFFICER(S)
- TITLE(S)
- PARTNER(S) LIMITED GENERAL
- ATTORNEY-IN-FACT
- TRUSTEE(S)
- GUARDIAN/CONSERVATOR
- OTHER _____

SIGNER IS REPRESENTING:
NAME OF PERSON(S) OR ENTITY(ES)

OPTIONAL SECTION

THIS CERTIFICATE MUST BE ATTACHED TO THE DOCUMENT DESCRIBED AT RIGHT:

Though the date requested here is not required by law, it could prevent fraudulent reattachment of this form.

TITLE OR TYPE OF DOCUMENT _____
NUMBER OF PAGES 5 DATE OF DOCUMENT 5-8-97
SIGNER(S) OTHER THAN NAMED ABOVE _____

**STATE OF NEVADA
Secretary of State**

I hereby certify that this is a true and complete copy of the document as filed in this office.

OCT 15 '97

Dean Heller
**DEAN HELLER
Secretary of State**

By *[Signature]*
TRADE MARK