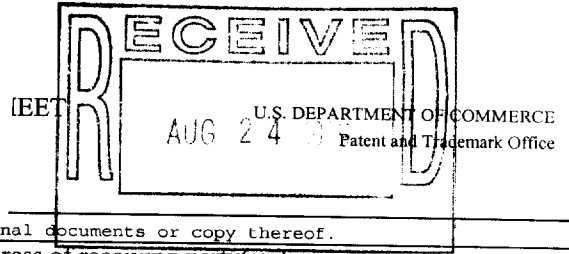


08-26-1999



101127913



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.

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

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

2. Name and address of receiving party(ies):  
T-H Irrigation, Inc.  
5825 Jasmine Street  
Riverside, California 92504

8-24-99

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

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

3. Nature of conveyance:  
 Assignment       Merger  
 Security Agreement       Change of Name  
 Other:

Execution Date: May 5, 1997

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

A. Trademark Application No.(s)      B. Trademark Reg. No.(s)  
  
  
1,181,955

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           August 18, 1999  
Name of Person Signing      Signature      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 MTHAI1 00000058 1181955

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40.00 DP

Filing fee:

Receipt ~~FNACE#~~

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. Parnd and
President or Vice President

J. Lawrence McIntyre of James Hardie Irrigation, Inc.
Secretary or Assistant Secretary Name of Corporation

do hereby certify:

That the Board of Directors of said corporation at a meeting duly convened, held on the 5th
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
OFFICE OF THE
SECRETARY OF STATE OF THE
STATE OF NEVADA

MAY 15 1997
No. C 11917-90
Dean Heller
CLERK, 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. Parnd
President
J. Lawrence McIntyre
Secretary

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.

Signature of Notary
SEE ATTACHED

(NOTARY STAMP OR SEAL)



CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

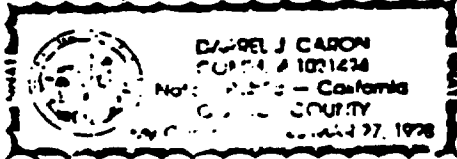
NO. 976

State of CALIFORNIA  
County of ORANGE

On 5-8-97 before me, DARREL J. CARON  
DATE NAME, TITLE OF OFFICER - S.E. - SAME FOR NOTARY PUBLIC

personally appeared RICHARD W. PARLO  
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 their authorized capacity(ies), and that by his the 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 parties relying on the document.

- INDIVIDUAL
- CORPORATE OFFICER(S)
  - TITLE \_\_\_\_\_
  - PARTNER(S)  LIMITED
  - ATTORNEY-IN-FACT  GENERAL
  - 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:

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

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



**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**

*[Signature]*  
By \_\_\_\_\_