

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite T • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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Ameriduct Worldwide,
Inc.

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- Art of Inc. File _____
- LTD Partnership File _____
- Foreign Corp. File _____
- L.C. File _____
- Fictitious Name File _____
- Trade/Service Mark _____
- Merger File _____
- Art. of Amend. File _____
- RA Resignation _____
- Dissolution / Withdrawal _____
- Annual Report / Reinstatement _____
- Cert. Copy _____
- Photo Copy _____
- Certificate of Good Standing _____
- Certificate of Status _____
- Certificate of Fictitious Name _____
- Corp Record Search _____
- Officer Search _____
- Fictitious Search _____
- Fictitious Owner Search _____
- Vehicle Search _____
- Driving Record _____
- UCC 1 or 3 File _____
- UCC 11 Search _____
- UCC 11 Retrieval _____
- Courier _____

Signature _____

Requested by: Chel 7.21 830

Name _____ Date _____ Time _____

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**ARTICLES OF INCORPORATION
OF
AMERIDUCT WORLDWIDE, INC.**

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

**ARTICLE I
NAME**

The name of the corporation ("Corporation") is **AMERIDUCT WORLDWIDE, INC.**

**ARTICLE II
CORPORATE PURPOSE**

The corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

**ARTICLE III
EFFECTIVE DATE**

The existence of the corporation shall begin on filing with the Secretary of State.

**ARTICLE IV
ADDRESS**

The street address of the principal office of the Corporation is :

**13160 Rickenbacker Parkway
Fort Myers, FL 33913**

That said corporation shall have the right and authority to do business at such other place or places within or without the State of Florida as the corporation may, by resolution, designate.

**ARTICLE V
CAPITAL STOCK**

The maximum number of shares this Corporation is authorized to issue is **TEN THOUSAND(10,000)** shares of \$1.00 par value common stock, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders of

Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE VI
PRE-EMPTIVE RIGHTS

The corporation elects to grant preemptive rights to its shareholders. Every shareholder, upon the sale for cash of any new stock of this corporation of the same class or series as that which is already issued, shall have the right to purchase a prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others. Notwithstanding any provision of the Florida Statutes, these rights are not limited and shall apply to all shares issued from the effective date of incorporation.

ARTICLE VII
REGISTERED AGENT

The initial street address of the Corporation's registered office is **9315 Windlake Drive, Fort Myers, FL 33912**. The initial registered agent for the Corporation at that address is **Carl Jungers**.

ARTICLE VIII
OFFICERS AND DIRECTORS

The names of the initial Officers and Directors are:

<u>Name:</u>	<u>Title:</u>
Carl Jungers	President
Daniel Jungers	Vice-President
David Jungers	Vice-President
Phil Jamieson	Vice-President
Alan Truex	Vice-President
Michael Morgan	Vice-President
Carl Jungers, Jr.	Secretary
David Bednarek	Treasurer

ARTICLE IX
INCORPORATOR

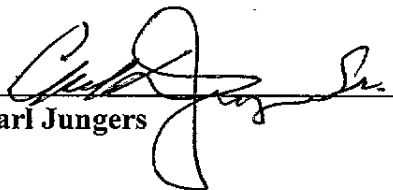
The names and street addresses of the persons signing these articles of incorporation are:

Carl Jungers
9315 Windlake Drive
Fort Myers, FL 33912

ARTICLE X
INDEMNIFICATION

The corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law. No officer or director shall be personally liable for monetary damages to the corporation or any other person for any statement, vote, decision, or failure to act, regarding corporate management or policy, unless that officer or director breached or failed to perform his duties as an officer or director as provided §607.0831, Florida Statutes (1990).

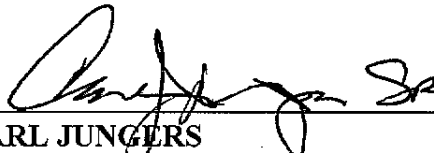
IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation this 16 day of July.



Carl Jungers

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for **AMERIDUCT WORLDWIDE INC.** at the place of designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).



CARL JUNGERS
9315 WINDLAKE DRIVE
FORT MYERS, FL 33912
(941) 267-6592

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