P97000002501

TRANSMITTAL LETTER

December 30, 1996

DEPARTMENT OF STATE Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

Subject: American Cutting and Drilling Company

Enclosed is an original and one (1) copy of the articles of incorporation and a check for:

\$131.25 - Filing Fee, Certified Copy & Certificate

From: Carl DeNunzio

711 N. Pine Island Rd., #303

Plantation, FL 33324

954-236-9641

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ARTICLES OF INCORPORATION

The undersigned incorporation, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be American Cutting and Drilling Company.

ARTICLE II PRINCIPAL OFFICE

The principal place of business shall be 711 N. Pine Island Road, #303, Plantation, Florida 33324; and the mailing address shall be P.O. Box 15427, Plantation, Florida 33318-5427.

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 100.

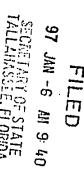
ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is: Carl DeNunzio 711 N. Pine Island Rd., #303 Plantation, FL 33324

ARTICLE V INCORPORATORS

The name and street adress of the incorporator to these Articles of Incorporation is:

Carl DeNunzio, President 711 N. Pine Island Road, #303 Plantation, FL 33324



The undersigned incorporator has executed these Articles of Incorporation this 30th day of December, 1996.

Carl DeNunzio, President

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

- The name of the corporation is American Cutting and Drilling Company.
- 2. The name and address of the registered agent and office is: Carl DeNunzio, 711 N. Pine Island Rd., #303, Plantation, Florida 33324.

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate. I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Carl DeNunzio

December 30, 1996

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SECRETARY OF STATE