



# F02000003016

ACCOUNT NO. : 072100000032

REFERENCE : 516911 7290865

AUTHORIZATION :

COST LIMIT :

*Patricia Pizeto*  
\$ 70.00

ORDER DATE : April 8, 2002

ORDER TIME : 10:33 AM

ORDER NO. : 516911-050

CUSTOMER NO: 7290865

CUSTOMER: Ms. Sandra Bell  
American International  
2950 North Loop West  
Suite 1000  
Houston, TX 77092

FILED  
02 JUN 11 PM 2:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

200005254272--5

FOREIGN FILINGS

NAME: AMERICAN INTERNATIONAL MARINE,  
INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX        PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds -- EXT# 1133

EXAMINER: BA 6/13

RECEIVED  
02 APR 11 AM 11:32  
DIVISION OF CORPORATION

F02-3016



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

April 11, 2002

CSC

SUBJECT: AMERICAN INTERNATIONAL MARINE, INC.  
Ref. Number: W02000010273

We have received your document for AMERICAN INTERNATIONAL MARINE, INC. and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6094.

Agnes Lunt  
Document Specialist

Letter Number: 502A00021514

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

02 JUN 11 PM 2:30

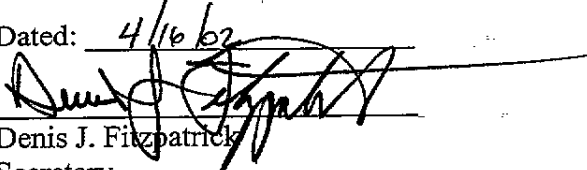
FILED

RESOLUTION OF THE BOARD OF DIRECTORS

I, Denis J. Fitzpatrick, Secretary of American International Marine, Inc., do hereby certify that this Resolution of the Board of Directors of American International Marine, Inc., a corporation duly organized under the laws of the State of Nevada, was duly adopted on April 16, 2002.

Be it resolved, that American International Marine, Inc., hereby adopts the name of  
AIM AMERICAN INTERNATIONAL MARINE, INC. for use in Florida

Dated: 4/16/02

  
\_\_\_\_\_  
Denis J. Fitzpatrick  
Secretary

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TALLAHASSEE, FLORIDA

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT  
BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO  
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.*

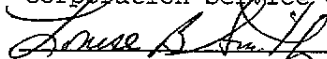
1. AMERICAN INTERNATIONAL MARINE, INC.  
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. NEVADA 3. 76-0583368  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 07/14/1998 5. PERPETUAL  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. UPON QUALIFICATION  
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")  
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 2950 N. LOOP WEST , SUITE 1000 , HOUSTON, TX 77092  
(Principal office address)  
2950 N. LOOP WEST , SUITE 1000 , HOUSTON, TX 77092  
(Current mailing address)  
TRANSPORTATION OF ASPHALT PRODUCTS
8. \_\_\_\_\_  
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)  
Name: Corporation Service Company  
Office Address: 1201 Hays Street  
Tallahassee, Florida 32301  
(City) (Zip code)

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TALLAHASSEE, FLORIDA

**10. Registered agent's acceptance:**

*Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*

Corporation Service Company



(Registered agent's signature)

Asst. Secretary

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: See attached officers/directors rider

Address: \_\_\_\_\_

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

B. OFFICERS

President: See attached officers/directors rider

Address: \_\_\_\_\_

Vice President: \_\_\_\_\_

Address: \_\_\_\_\_

Secretary: \_\_\_\_\_

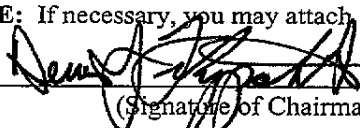
Address: \_\_\_\_\_

Treasurer: \_\_\_\_\_

Address: \_\_\_\_\_

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TALLAHASSEE, FLORIDA

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13.   
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. DENIS J. FITZPATRICK , EXECUTIVE V.P. , CFO  
(Typed or printed name and capacity of person signing application)

AMERICAN INTERNATIONAL MARINE, INC.

Business Address for all: 2950 N. Loop West  
Suite #1000  
Houston, TX 77092

OFFICERS

Name  
Name: Gene Chew  
Title: President

Name: Denis J. Fitzpatrick  
Title:  
Executive Vice President  
Chief Financial Officer  
Secretary

Name: John Autenreith  
Title: Vice President Operations

Name: William L. Tracey  
Title: Asst. Secretary

DIRECTORS

George N. Faris: Chairman  
Denis J. Fitzpatrick  
Gene Chew

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TALLAHASSEE, FLORIDA

# SECRETARY OF STATE



## CERTIFICATE OF EXISTENCE WITH STATUS IN GOOD STANDING

I, DEAN HELLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to filings by corporations, limited-liability companies, limited partnerships, limited-liability partnerships and business trusts pursuant to Title 7 of the Nevada Revised Statutes which are either presently in a status of good standing or were in good standing for a time period subsequent of 1976 and am the proper officer to execute this certificate.

I further certify that the records of the Nevada Secretary of State, at the date of this certificate, evidence, **AMERICAN INTERNATIONAL MARINE, INC.**, as a corporation duly organized under the laws of Nevada and existing under and by virtue of the laws of the State of Nevada since July 14, 1998, and is in good standing in this state.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office, in Carson City, Nevada, on April 8, 2002.



*Dean Heller*

DEAN HELLER  
Secretary of State

By

*acqueline urrie*

Certification Clerk