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JAMES F GULECAS P.A.

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Division of Corporations

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590797

Florida Department of State  
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*merger*

2007 APR 10 PM 3:03  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**MERGER OR SHARE EXCHANGE**

**Atlantic Drilling Supply, Inc.**

|                       |         |
|-----------------------|---------|
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**ARTICLES OF MERGER**  
(Profit Corporations)

2007 APR 10 PM 3:03

The following articles of merger are submitted in accordance with the Florida Business Corporation Act pursuant to section 607.1105, Florida Statutes.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**First:** The name and jurisdiction of the surviving corporation:

| <u>Name</u>                    | <u>Jurisdiction</u> | <u>Document Number</u><br>(If known/ applicable) |
|--------------------------------|---------------------|--|
| Atlantic Drilling Supply, Inc. | Florida             | J90797   |

**Second:** The name and jurisdiction of each merging corporation:

| <u>Name</u>                  | <u>Jurisdiction</u> | <u>Document Number</u><br>(If known/ applicable) |
|------------------------------|---------------------|--|
| Schoenborn Enterprises, Inc. | Florida             | P97000102333                                     |
| _____                        | _____               | _____  |
| _____                        | _____               | _____  |
| _____                        | _____               | _____  |

**Third:** The Plan of Merger is attached.

**Fourth:** The merger shall become effective on the date the Articles of Merger are filed with the Florida Department of State.

**OR** \_\_\_\_/\_\_\_\_/\_\_\_\_ (Enter a specific date. NOTE: An effective date cannot be prior to the date of filing or more than 90 days after merger file date.)

**Fifth:** Adoption of Merger by surviving corporation - (COMPLETE ONLY ONE STATEMENT)

The Plan of Merger was adopted by the shareholders of the surviving corporation on 4/2/2007.

The Plan of Merger was adopted by the board of directors of the surviving corporation on \_\_\_\_\_ and shareholder approval was not required.

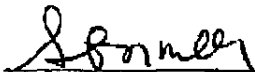
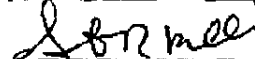
**Sixth:** Adoption of Merger by merging corporation(s) (COMPLETE ONLY ONE STATEMENT)

The Plan of Merger was adopted by the shareholders of the merging corporation(s) on 4/2/2007.

The Plan of Merger was adopted by the board of directors of the merging corporation(s) on \_\_\_\_\_ and shareholder approval was not required.

(Attach additional sheets if necessary)

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**Seventh: SIGNATURES FOR EACH CORPORATION**Name of CorporationSignature of an Officer or  
DirectorTyped or Printed Name of Individual & TitleAtlantic Drilling Supply, Inc.Stephen R. Miller, PresidentSchoenbarn Enterprises, Inc.Stephen R. Miller, President

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**PLAN OF MERGER**  
(Merger of subsidiary corporation(s))

The following plan of merger is submitted in compliance with section 607.1104, Florida Statutes, and in accordance with the laws of any other applicable jurisdiction of incorporation.

The name and jurisdiction of the parent corporation owning at least 80 percent of the outstanding shares of each class of the subsidiary corporation:

NameJurisdictionAtlantic Drilling Supply, Inc.Florida

The name and jurisdiction of each subsidiary corporation:

NameJurisdictionSchoenborn Enterprises, Inc.Florida

The manner and basis of converting the shares of the subsidiary or parent into shares, obligations, or other securities of the parent or any other corporation or, in whole or in part, into cash or other property, and the manner and basis of converting rights to acquire shares of each corporation into rights to acquire shares, obligations, and other securities of the surviving or any other corporation or, in whole or in part, into cash or other property are as follows:

Schoenborn Enterprises, Inc., is a 100% owned subsidiary of Atlantic Drilling Supply, Inc. Upon filing of the Articles of Merger, the subsidiary shall cease to exist as a separate entity and Atlantic Drilling Supply, Inc., shall succeed to all of the assets and liabilities of the former subsidiary.

*(Attach additional sheets if necessary)*

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If the merger is between the parent and a subsidiary corporation and the parent is not the surviving corporation, a provision for the pro rata issuance of shares of the subsidiary to the holders of the shares of the parent corporation upon surrender of any certificates is as follows:

Not applicable.

If applicable, shareholders of the subsidiary corporations, who, except for the applicability of section 607.1104, Florida Statutes, would be entitled to vote and who dissent from the merger pursuant to section 607.1321, Florida Statutes, may be entitled, if they comply with the provisions of chapter 607 regarding appraisal rights of dissenting shareholders, to be paid the fair value of their shares.

Other provisions relating to the merger are as follows:

None.

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