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**FLORIDA PROFIT/NON PROFIT CORPORATION**  
**North American Microtunneling Association, Inc.**

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March 26, 2012

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

ROETZEL & ANDRESS

SUBJECT: NORTH AMERICAN MICROTUNNELING ASSOCIATION, INC.  
REF: W12000016838

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

If you have any further questions concerning your document, please call (850) 245-6052.

Justin M Shivers  
Regulatory Specialist II  
New Filing Section

FAX Aud. #: H12000076631  
Letter Number: 012A00010149

**ARTICLES OF INCORPORATION  
OF  
NORTH AMERICAN MICROTUNNELING ASSOCIATION, INC.**

The undersigned, acting as incorporator of this corporation pursuant to Chapter 617 of the Florida Statutes, hereby forms a corporation not for profit under the laws of the state of Florida and adopts the following Articles of Incorporation for such corporation:

**ARTICLE I - NAME OF CORPORATION**

The name of the corporation shall be "North American Microtunneling Association, Inc."

**ARTICLE II - ADDRESS OF PRINCIPAL OFFICE**

The address of the principal office of the corporation is 8 Little Bay Harbor Drive, Ponte Vedra, Florida 32082.

**ARTICLE III - PURPOSES AND POWERS**

A. The corporation is organized to create a "business league" of microtunneling contractors and associated persons or businesses located throughout the United States of America, Canada and Mexico, to promote matters of common interest to such persons or businesses, including to promote safety and advancements in the Microtunneling industry.

B. The corporation shall be authorized to carry out any and all actions and to exercise any and all corporate powers which may now or hereafter be lawful under the laws of the state of Florida to the extent applicable to corporations not for profit and that are not inconsistent with these Articles of Incorporation.

C. Notwithstanding any other provisions of these Articles of Incorporation to the contrary, the corporation shall not carry on any activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(6) of the Internal Revenue Code of 1986, as amended.

**ARTICLE IV - ELECTION OF DIRECTORS**

The initial Board of Directors of the corporation shall be elected by the sole incorporator of this corporation. Thereafter, the Board of Directors of the corporation shall be elected as provided in the corporation's bylaws.

**ARTICLE V - INITIAL REGISTERED OFFICE  
AND REGISTERED AGENT**

The street address of the initial registered office of the corporation is 420 South Orange Avenue, CNL Center II, 7<sup>th</sup> Floor, Orlando, Florida 32801, and the name of the initial registered agent of the corporation at that address is R&A Agents, Inc. The Board of Directors may from time to time designate a new registered office and registered agent.

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ARTICLE VI - INCORPORATOR

The name and address of the incorporator of this corporation are:

<u>Name</u>	<u>Address</u>
Timothy R. Coss,	8 Little Harbor Drive Ponte Vedra, Florida 32082.

ARTICLE VII - INDEMNIFICATION

The corporation shall indemnify any officer or director, or former officer or director, of this corporation to the full extent permitted by law.

The undersigned incorporator has made and subscribed these Articles of Incorporation at Ponte Vedra, Florida, this 3 day of March, 2012.

  
Timothy R. Coss, Incorporator

ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent to accept service of process at the place designated in the foregoing Articles of Incorporation, the undersigned hereby accepts such designation and agrees to act in that capacity, and further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties as registered agent. The undersigned is familiar with, and accepts the duties and obligations of, Section 617.0503 of the Florida Statutes.

R&A AGENTS, INC

By:   
David P. Barker, Assistant Secretary

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