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ACCOUNT NO. : 072100000032

REFERENCE : 976820 10056A

AUTHORIZATION

COST LIMIT : \$ 78.75

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
01 JAN 24 PM 5:07

ORDER DATE : January 24, 2001

ORDER TIME : 4:32 PM

ORDER NO. : 976820-005

CUSTOMER NO: 10056A

CUSTOMER: Burton Sharff, Esq
Burton G. Sharff, P.A.
2315 South Congress Avenue
West Palm Beach, FL 33406

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DOMESTIC FILING

NAME: DUGROCKS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP
____ ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
____ PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Kelly Courtney - EXT. 1116
EXAMINER'S INITIALS:

RECEIVED
01 JAN 24 PM 4:41
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

1/25/01

01 JAN 24 PM 5:07

ARTICLES OF INCORPORATION
OF
DugRocks, Inc.

The undersigned incorporator of these Articles of Incorporation, a natural person competent to contract, hereby adopts the following Articles of Incorporation for the purposes of forming a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of this corporation is **DugRocks, Inc.**

ARTICLE II. PURPOSE

This corporation is organized for the purposes of transacting any and all business permitted under the laws of the State of Florida and the United States of America.

ARTICLE III. CAPITAL STOCK

The amount of capital stock which the corporation shall have authority to issue is one hundred (100) shares of common stock, with \$1.00 par value per share.

ARTICLE IV. DURATION

The corporation is to exist perpetually commencing at the time of filing of these Articles of Incorporation by the Department of State.

ARTICLE V. DIRECTORS

The corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by the By-Laws adopted by the stockholders, but there shall never be less than one (1) director. The name and street address of the member of the first Board of Directors is:

Douglas Tesoro
411 Nathan Hale Road
West Palm Beach, FL 33405

ARTICLE VI. INCORPORATOR

The name and street address of the person(s) signing these Articles of Incorporation is:

Douglas Tesoro
411 Nathan Hale Road
West Palm Beach, FL 33405

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ARTICLE VII. BY-LAWS

In furtherance, and not in limitation, of the powers conferred by statute, the Board of Directors is expressly authorized to make, alter, or repeal the By-Laws of the corporation.

ARTICLE VIII. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 411 Nathan Hale Road, West Palm Beach, FL 33405 and the name of the initial registered agent of this corporation at that address is DOUGLAS TESORO.

ARTICLE IX. PRINCIPAL OFFICE ADDRESS OF THE CORPORATION

The principal office address of the corporation is 411 Nathan Hale Road, West Palm Beach, FL 33405.

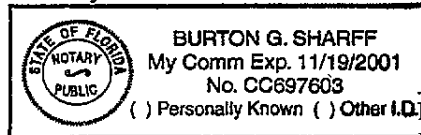
IN WITNESS WHEREOF, the undersigned being the Incorporator, has hereunto set his hand and seal this 19th day of January, 2001.

Douglas Tesoro
Douglas Tesoro

STATE OF FLORIDA
COUNTY OF PALM BEACH

BEFORE ME, the undersigned authority, personally appeared **DOUGLAS TESORO**, personally known to me or who produced _____ as identification, and who is known to be the person(s) described in and who executed the foregoing instrument, and he acknowledged before me that he executed the same for the use and purpose therein expressed.

WITNESS my hand and official seal in the State and County last aforesaid, this 19th day of January, 2001.



() Personally Known () Other I.D. _____
Notary Public, State of Florida at Large
My commission expires:

RESIDENT AGENT ACCEPTANCE

Having been named to accept service of process for the corporation named in these Articles, at the place designated herein, I hereby accept to act in this capacity, and agree to comply with the provisions of sec. 48.091, F.S. regard to keeping open said office.

DATED this 19th day of January, 2001.

Douglas Tesoro (Seal)
Douglas Tesoro, Registered Agent