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TRANSMITTAL LETTER

5/24/02

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

02 MAY 28 AM 9:38
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SUBJECT: EAGLE DIRECTIONAL BORING, INC
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

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

\$70.00 Filing Fee
 \$78.75 Filing Fee & Certificate of Status

\$78.75 Filing Fee & Certified Copy
 \$87.50 Filing Fee, Certified Copy & Certificate of Status
ADDITIONAL COPY REQUIRED

FROM: _____

THOMAS E. CONE, JR.
ATTORNEY & COUNSELOR AT LAW

813/949-9698
813/949-1342 FAX
tccone@ix.netcom.com

150-A WHITAKER ROAD
LUTZ, FLORIDA 33549

Daytime Telephone number

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-05/28/02--01056--001
*****78.75 *****78.75

NOTE: Please provide the original and one copy of the articles.

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**ARTICLES OF INCORPORATION
OF
EAGLE DIRECTIONAL BORING, INC.**

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ARTICLE I. NAME

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The name of this corporation shall be EAGLE DIRECTIONAL BORING, INC.

ARTICLE II. COMMENCEMENT & DURATION

The commencement of this corporation's existence shall be at the time of the filing of these Articles Of Incorporation by the Department of State, Division of Corporations. This corporation's duration shall be perpetual.

ARTICLE III. PURPOSE

This corporation is being organized for the purpose of directional boring contract work and engaging in the transaction of any and all business activities permitted under the laws of Florida and the United States Of America.

ARTICLE IV. CAPITAL STOCK

This corporation shall have the authority to issue 2000 shares of \$1 par value common stock par value shares of common capital stock.

ARTICLE V. TRANSFER RESTRICTIONS

No shareholder shall have the right to sell, assign, pledge, encumber, transfer, or otherwise dispose of any shares of the capital stock of this corporation, without first offering such shares for sale to this corporation at the net asset value thereof. Such offer shall be in writing, signed by the shareholder, sent by registered or certified mail to this corporation at its registered office address, and open for acceptance by this corporation for a period of fifteen days from the date of mailing. If this corporation fails or refuses, within such period, to make satisfactory arrangements for the purchase of such shares, the shareholder shall have the right to dispose of such shares without any further restrictions.

On the death of any shareholder, this corporation shall have the right to purchase any shares of the capital stock of this corporation owned by the shareholder immediately prior to the shareholder's death, on the terms set forth above, and this provision shall be binding upon the personal representative of the shareholder.

Each stock certificate issued by this corporation shall carry the following legend:

"These Shares Are Held Subject To Certain Transfer Restrictions Imposed By This Corporation's Articles Of Incorporation, A Copy Of Which Is On File At This Corporation's Principal Office."

**ARTICLE VI. PRINCIPAL PLACE OF BUSINESS
and INITIAL BOARD OF DIRECTORS**

The number of directors on this corporation's Initial Board Of Directors shall be 1. The number of directors may be increased or decreased from time to time, as provided in this corporation's bylaws, but shall never be less than one.

The name and address of each individual who shall serve as a member of the Initial Board Of Directors are:

Dennis Jetti
108 Raspberry Trail
Defuniak Springs, FL 32433

The Principal Place of Business of the Corporation is 108 Raspberry Trail, Defuniak Springs, FL 32433.

ARTICLE VII. INDEMNIFICATION

This corporation shall indemnify any officer, director, employee, or agent, and any former officer, director, employee, or agent, to the full extent permitted by law.

ARTICLE VIII. INITIAL REGISTERED OFFICE & AGENT

The address of this corporation's initial registered office shall be: 150-A Whitaker Rd., Lutz, FL 33549-7611.

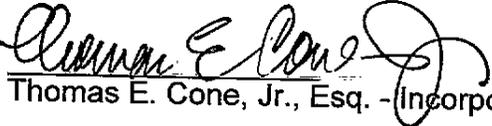
The name of the individual who shall serve as this corporation's initial registered agent at that address is: Thomas E. Cone, Jr., Esq.

ARTICLE IX. INCORPORATOR

The name and address of the individual who shall serve as this corporation's incorporator are: Thomas E. Cone, Jr., Esq., 150-A Whitaker Rd. Lutz, FL 33549-7611.

ARTICLE X. AMENDMENT

This corporation reserves the right to amend or repeal any provisions in these Articles Of Incorporation, or any amendments hereto. Any rights conferred upon the shareholders shall be subject to this reservation.


Thomas E. Cone, Jr., Esq. - Incorporator

I hereby accept my designation as resident agent and agree to serve as the resident agent of Eagle Directional Boring, Inc. I hereby state that I am familiar with and accept the duties and responsibilities as registered agent for Eagle Directional Boring, Inc.

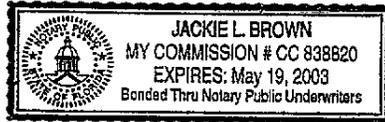
Articles Of Incorporation Of Eagle Directional Boring, Inc.

Thomas E. Cone, Jr.
Thomas E. Cone, Jr., Esq. - Registered Agent

State Of Florida
County Of Hillsborough

On May 24th, 02, Thomas E. Cone, Jr., Esq., designated above as the individual who shall serve as the corporation's initial registered agent and incorporator, who is personally known to me, or produced a Florida driver's license as identification, personally appeared before me at the time of notarization, and, after being given the oath, acknowledged signing these Articles Of Incorporation Of Eagle Directional Boring, Inc.

Jackie L. Brown
Notary Public



(Notary Public - Printed Or Typed Name)
Commission Expiration Date & Commission Number:

Saw FL DL. C500825483330

(SEAL)

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