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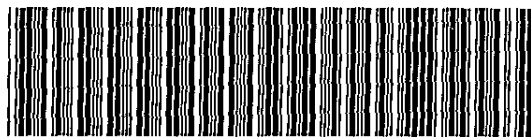
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STATE
TALLAHASSEE FLORIDA

MARGARET A. WHARTON, P.A.
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OVIEDO, FLORIDA 32765

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OVIEDO, FLORIDA 32762-1172

December 20, 2002

Delivered via Federal Express

Registration Section
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

Re: Nile Underground Technologies, Inc.

To Whom It May Concern:


I have enclosed the original and a copy of the Articles of Incorporation of Nile Underground Technologies, Inc. along with our check in the amount of \$78.75 for the following filing fees:

- | | |
|---|----------|
| • Filing fee for Articles of Organization | \$ 35.00 |
| • Designation of Registered Agent | \$ 35.00 |
| • Certified Copy | \$ 8.75 |

Please return the certified copy to our office at the address above.

Thank you for your attention to this matter.

Yours very truly,


Lisa Wharton
Legal Assistant

LW:nn
Enclosures: as noted

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

NILE UNDERGROUND TECHNOLOGIES, INC.

The undersigned, for the purpose of forming a corporation pursuant to the Florida General Corporation Act, Chapter 607, Florida Statutes, certifies:

ARTICLE I

NAME

The name of the corporation is NILE UNDERGROUND TECHNOLOGIES, INC. The principal office is located at 3418 South Orlando Dr., Sanford Florida 32773, and the mailing address of this corporation is P. O. Box 952138, Lake Mary, Florida, 32795-2138.

ARTICLE II

DURATION

The duration of this corporation shall be perpetual.

ARTICLE III

PURPOSE

The general purpose and objective of this corporation is to provide underground construction utility services and any other lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes.

ARTICLE IV
CAPITAL STOCK

The capital stock of this corporation shall be divided into One Thousand (1,000) shares of common stock with a par value of \$1.00 per share.

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

The Registered Agent of this corporation is TIMOTHY R. DENNARD JR. The street address of the registered office of this corporation is: 3418 South Orlando Dr., Sanford, Florida, 32773.

ARTICLE VI
INITIAL BOARD OF DIRECTORS

The number of directors constituting the initial Board of Directors shall be one (1),
to-wit:

TIMOTHY R. DENNARD JR.: 3418 South Orlando Dr., Sanford, Florida, 32773.

ARTICLE VII
INITIAL OFFICERS

The initial officers of this corporation shall be:
PRESIDENT and SECRETARY/TREASURER: TIMOTHY R. DENNARD JR., 3418 South Orlando Dr., Sanford, Florida, 32773.

ARTICLE VIII

INCORPORATORS

The name and address of the subscriber to these Articles of Incorporation is:

TIMOTHY R. DENNARD JR., 3418 South Orlando Dr., Sanford, Florida, 32773.

IN WITNESS WHEREOF, the subscriber to these Articles of Incorporation has set his hand and seal this 19th day of December, 2002.

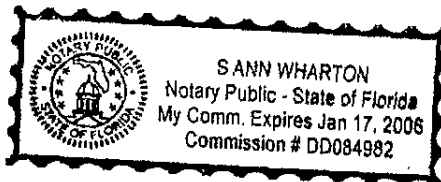

TIMOTHY R. DENNARD JR.

STATE OF FLORIDA
COUNTY OF SEMINOLE

THIS INSTRUMENT was sworn to and acknowledged before me by TIMOTHY R. DENNARD JR. on the 19th day of December, 2002 to be his free and voluntary act, and he has produced a FL Drivers license for identification.


NOTARY PUBLIC-STATE OF FLORIDA
Printed: _____

(SEAL)



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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE DESIGNATING REGISTERED OFFICE
FOR SERVICE OF PROCESS WITHIN THIS
STATE AND NAMING REGISTERED AGENT UPON
WHOM PROCESS MAY BE SERVED**

ACKNOWLEDGMENT

Having been named as Registered Agent to accept service of process for the corporation at the place designated in these Articles of Incorporation as the registered office of said corporation, I hereby accept the responsibility to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said registered office.


TIMOTHY R. DENNARD JR.