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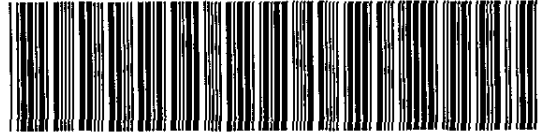
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CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 366908 7115944

AUTHORIZATION :

Patricia Pijet

COST LIMIT : \$ 70.00

ORDER DATE : May 11, 2005

ORDER TIME : 10:11 AM

ORDER NO. : 366908-015

CUSTOMER NO: 7115944

CUSTOMER: Mr. Michael Stoller
Law Offices Of Michael Stoller

5747 Hoback Glen Road

Hidden Hills, CA 91302

DOMESTIC FILING

NAME: AMERICAN PIPELINING
TECHNOLOGIES, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP
 ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

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XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sarah Crutchfield - EXT. 2996

EXAMINER'S INITIALS: _____

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TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

AMERICAN PIPELINING TECHNOLOGIES, INC.

The undersigned does hereby act as incorporator in adopting the following Articles of Incorporation for the purpose of organizing a corporation for profit, pursuant to the provisions of the Florida Business Corporation Act.

FIRST: The corporate name for the corporation (hereinafter called the "corporation") is American Pipelining Technologies, Inc.

SECOND: The street address, wherever located, of the principal office of the corporation is 537 Douglas Avenue, Suite 18, Dunedin, Florida 34698.

The mailing address, wherever located, of the corporation is 537 Douglas Avenue, Suite 18, Dunedin, Florida 34698.

THIRD: The number of shares that the corporation is authorized to issue is 2,500, all of which are without par value and are of the same class and are Common shares.

FOURTH: The street address of the initial registered office of the corporation in the State of Florida is 1110 Bluffs Circle, Dunedin, Florida 34698.

The name of the initial registered agent of the corporation at the said registered office is Brent McDaniel.

The written acceptance of the said initial registered agent, as required by the provisions of Section 607.0501(3) of the Florida Business Corporation Act, is set forth following the signature of the incorporator and is made a part of these Articles of Incorporation.

FIFTH: The name and the address of the incorporator are:

NAME

ADDRESS

Michael T. Stoller, Esq.

5747 Hoback Glen Road, Hidden Hills, CA 91302

FL BC D-ARTICLES OF INCORPORATION-MASTER 11/99-1 (#1367)

SIXTH: No holder of any of the shares of any class of the corporation shall be entitled as of right to subscribe for, purchase, or otherwise acquire any shares of any class of the corporation which the corporation proposes to issue or any rights or options which the corporation proposes to grant for the purchase of shares of any class of the corporation or for the purchase of any shares, bonds, securities, or obligations of the corporation which are convertible into or exchangeable for, or which carry any rights to subscribe for, purchase, or otherwise acquire shares of any class of the corporation; and any and all of such shares, bonds, securities, or obligations of the corporation, whether now or hereafter authorized or created, may be issued, or may be reissued if the same have been reacquired and if their reissue is not prohibited, and any and all of such rights and options may be granted by the Board of Directors to such individuals and entities, and for such lawful consideration, and on such terms, as the Board of Directors in its discretion may determine, without first offering the same, or any thereof, to any said holder.

* * * * *

SEVENTH: The purposes for which the corporation is organized are as follows:

To engage in any lawful business for which corporations may be organized under the Florida Business Corporation Act.

To have all of the general powers granted to corporations organized under the Florida Business Corporation Act, whether granted by specific statutory authority or by construction of law.

EIGHTH: The duration of the corporation shall be perpetual.

NINTH: The corporation shall, to the fullest extent permitted by the provisions of the Florida Business Corporation Act, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said provisions from and against any and all of the expenses, liabilities, or other matters referred to in or covered by said provisions, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any Bylaw, vote of shareholders or disinterested directors, or otherwise, both as to action in his official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director, officer, employee, or agent and shall inure to the benefit of the heirs, executors, and administrators of such a person.

ELEVENTH: The corporate existence of the corporation shall begin on within 5 business days prior to the date of filing.

Signed on this 10th day of May, 2005.


Michael T. Stoller, Incorporator

Having been named as registered agent and to accept service of process for the above-named corporation at the place designated in these Articles of Incorporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

By: 

Brent McDermott

Date: May 10, 2005

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05 MAY 12 PM 1:28
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TALLAHASSEE, FLORIDA

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