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Florida Department of State
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To:

Division of Corporations
Fax Number : (850) 205-0381

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Account Name : FAS-T CORP. AGENTS, INC.
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA PROFIT/NON PROFIT CORPORATION

INTERNATIONAL MINING EQUIPMENT COMPANY, INC.

Certificate of Status	0
Certified Copy	1
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**ARTICLE OF INCORPORATION
OF
International Mining Equipment Company, Inc.**

The undersigned for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt the following Articles of Incorporation.

**ARTICLE ONE
NAME**

The name of the Corporation is International Mining Equipment Company, Inc.
The principal place of business shall be:

2490 SW 19th Street
Miami, FL 33145-2408

**ARTICLE TWO
DURATION**

The term of Existence of the corporation is perpetual, commencing on the date of receipt and acknowledgement of the articles by the Secretary of State.

**ARTICLE THREE
PURPOSE**

The Purpose for which the corporation is organized is to engage in any activity or business under the laws of the United States and of this State.

**ARTICLE FOUR
CAPITAL STOCK**

The aggregate number of shares that the corporation shall have authority to issue is 1,000,000 shares of capital stock with a par value of \$0.01 per share. ONE MILLION (1,000,000) shares of the capital stock of the corporation shall be issued for cash at a par value of \$0.01 per share. The sum of the par value of all shares of capital stock of the capital stock of the corporation that have been issued shall be the stated capital of the corporation at any particular time. The shares of the corporation are not to be divided into classes.

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ARTICLE FIVE
DIVIDENDS

The holders of the outstanding capital stock shall be entitled to receive, when and as declared by the Board of Directors, dividends payable either in cash, in property, or in shares of the capital stock of the corporation.

ARTICLE SIX
PREEMPTIVE RIGHTS

Every Shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his pro rate shares as nearly as may be done without issuance of fractional shares at the price at which it is offered to others.

ARTICLE SEVEN
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 2490 SW 19th Street - Miami, FL 33145-2408 and the name and address of the initial registered agent of the corporation is:

Philip S. Orchard
2490 SW 19th Street
Miami, FL 33145-2408

ARTICLE EIGHT
INITIAL BOARD OF 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. The name and address of the initial Director of this corporation is:

Ronald E. Orchard
2490 SW 19th Street
Miami, FL 33145-2408

ARTICLE NINE

The name and address of the person signing these Articles is:

Ronald E. Orchard
2490 SW 19th Street
Miami, FL 33145-2408

ARTICLE TEN
ACTION BY DIRECTORS WITHOUT A MEETING

The Directors of this Corporation may take action by written consent as provided by law.

ARTICLE ELEVEN
MEETING BY CONFERENCE TELEPHONE

Members of the Board of Directors may participate in regular or special meetings of the Board of Directors by means of conference telephone as provided by law.

ARTICLE TWELVE
INDEMNIFICATION

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

ARTICLE THIRTEEN
AMENDMENT

The corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment to them, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of incorporation on this 20th day of December 2006.



Ronald E. Orchard

CERTIFICATE OF DESIGNATION


REGISTERED AGENT / REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

- 1) The name of the corporation: International Mining Equipment Company, Inc.
- 2) The name and address of the registered agent and office is:

Philip S. Orchard
2490 SW 19th Street
Miami, FL 33145-2408

Signature


Philip S. Orchard

Date: December 20, 2006

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 607.325, Florida Statutes.

Signature


Philip S. Orchard

Date: December 20, 2006