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417 E. Virginia St., Suite 1, Tallahamee, FL 32301, (904)224-8870 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302 TOLL FREE No. 1-800-342-8062 PAX (904) 222-1222 Sall, Flurida Capital Express ** Art. of Inc. File . NAME _ Corp. Record Search FIRM _ Ltd. Partnership File ADDRESS _ Foreign Corp. File () Oett_Copy(s)-PHONE (Art. of Amend. File Dissolution/Withdrawat __ C U 8· _____ Service: Top Priority ... Regular. Fictillous Name File One Day Service Two Day Bervice Name Reservation To us via __ Annual Report/Reinstatement Reg. Agent Service Express Mail No. -Matter No.: ___ **Document Filling** _____ Our \$. State Fee \$ ___ Corporate Kit Vehicle Sourch ... Driving Flocord Document Retrieval UCC 1 or 3 File UCC 11 Sourch **UCC 11 Retrieval** __ File No.'s, ____ Coples Courier Service ____ Shipping/Handling Phone () _ Top Priority Express Mail Prep. _ FAX () SUBTOTALS DISBURSED..... SURCHARGE..... TAX on corporate supplies..... SUBTOTAL..... REQUEST TAKEN CONFIRMED **APPROVED** PREPAID..... DATE

CK No. _

Please remit invoice number with payment TERMS: NET 10 DAYS FROM INVOICE DATE 1 1/2% per month on Past Due Amounts Past 30 Days, 18% per Annum.

BALANCE DUE.....

THANK YOU
from
Your Capital Connection

11-2528-7 PONDER'S INC., THOMASVELE, GA.

ARTICLES OF INCORPORATION OF TUNNEL BAT, INC.

96 MAR 27 AH ID: 19

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, adopt the following articles of incorporation:

ARTICLE ONE. NAME. The name of the corporation is: TUNNEL BAT, INC..

ARTICLE TWO. PRINCIPAL OFFICE. The street address of the initial principal office of the corporation is: 48 Valencia Drive. Dunedin, Florida 34698.

ARTICLE THREE. CORPORATE DURATION. The duration of the corporation is perpetual.

ARTICLE FOUR. PURPOSE OR PURPOSES. The general purposes for which the corporation is organized are:

1.

To engage in the business of construction equipment. To transact any other lawful business for which corporations 2. may be incorporated under the Florida Business Corporation Act or engage in any other trade or business which can, in the opinion of the board of directors of the corporation, be advantageously carried on in connection with or auxiliary to the preceding business.

3. To do such other things as are incidental to the above or necessary or desirable in order to accomplish the above.

ARTICLE FIVE. CAPITALIZATION. The total number of authorized shares of the capital stock of this corporation is 100,000 (one hundred thousand) shares of common stock, without par value.

ARTICLE SIX. REGISTERED OFFICE AND AGENT. The street address of the initial registered office of the corporation is: 48 Valencia Drive, Dunedin, FL 34698, and the name of its initial registered agent at such address is: Dave Richardson.

ARTICLE SEVEN. DIRECTORS AND INCORPORATORS. The number of directors constituting the corporation's initial board of directors and incorporators is not less than 1 (one). The name and address of each person who is to serve as a member of the initial board of directors and the incorporators is:

NAME Dave Richardson **ADDRESS** 48 Valencia Drive Dunedin, FL 34698 ARTICLE EIGHT. AMENDMENTS. These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholder's meeting by a majority of the stock entitled to vote thereupon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

Dave Richardson

STATE OF FLORIDA COUNTY OF PINELLAS

I HEREBY CERTIFY that before me this date, personally appeared DAVE RICHARDSON, who is personally known to me or who produced

as identification and who executed the foregoing Articles of Incorporation and acknowledged before me that he executed the same for the purposes therein expressed this day

of March, 1996,

My Commission Expires: 8-34-97

NOTARY PUBLIC

The state of the s

CINDY ANN GABH My Commission CC297207 Express Jun. 24, 1997 Bonded by HAI 800-422 1555

96 MAR 27 All IO: 20

CERTIFICATE OF DESIGNATION OF

ALLAMASSEE FLORIDA

REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, 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 is: Tunnel Bat, Inc.
- 2. The name and address of the registered agent and office is:

Dave Richardson 48 Valencia Drive Dunedin, Florida 34698

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, 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.

Dave Richardson

3-21-96 Date

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL