

P96000055617



ACCOUNT NO. : 072100000032

REFERENCE : 444981 80492A

AUTHORIZATION :

COST LIMIT : \$ PPD

*Patricia Pzyub*

ORDER DATE : June 27, 1997

ORDER TIME : 10:20 AM

ORDER NO. : 444981-005

CUSTOMER NO: 80492A

CUSTOMER: Richard K. Jones, esq  
Moseley Warren Prichard &  
501 West Bay Street

Jacksonville, FL 32202

700002224927--3  
-06/27/97--01053--034  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

DOMESTIC FILINGS

EFFECTIVE DATE  
6/30/97

NAME: WALLIS DRILLING, INC.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 JUN 27 PM 2:24

XX ARTICLES OF DISSOLUTION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX        PLAIN STAMPED COPY  
              CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Todd Sterzoy

EXAMINER'S INITIALS:

DISS.

*SP 6/30/97*

RECEIVED  
97 JUN 27 PM 2:14  
DIVISION OF CORPORATIONS

### ARTICLES OF DISSOLUTION

Pursuant to the provisions of §607.1403 of the Florida Business Corporation Act, the undersigned corporation adopts the following Articles of Dissolution for the purpose of dissolving the corporation:

1. The name of the corporation is WALLIS DRILLING, INC.
2. The name and address of its officer is:

Jamie M. Wallis  
54 Beaconsfield Avenue  
Midvale, Western Australia 6056

EFFECTIVE DATE  
6/30/97

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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3. The name and address of its director is:  
Jamie M. Wallis  
54 Beaconsfield Avenue  
Midvale, Western Australia 6056
4. All debts, obligations and liabilities of the corporation have been paid or discharged or adequate provision has been made therefore.
5. All remaining property and assets of the corporation have been distributed to its sole shareholder in accordance with its respective rights and interest, except for such assets as are needed to discharge the remaining obligations of the corporation.
6. There are no actions pending against the corporation in any Court
7. A statement of intent to dissolve the corporation by its sole shareholder is attached hereto as Exhibit A.
8. The corporation shall be dissolved effective June 30, 1997.

DATED : June 24<sup>th</sup>, 1997.

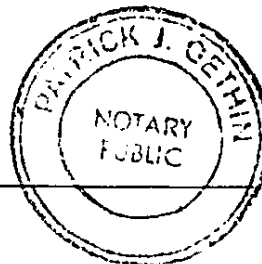
WALLIS DRILLING, INC.

By :

Jamie M. Wallis  
Jamie M. Wallis, its President

On this 24th day of June, One Thousand Nine Hundred and Ninety-Seven, before me PATRICK JOSEPH GETHIN of 42 VICTORIA STREET MIDLAND in the State of Western Australia, in the Commonwealth of Australia, Notary Public, duly admitted and sworn, personally appeared JAMIE MALCOLM WALLIS, to me known, being by me duly sworn, did depose and say that his business address is at 54 Beaconsfield Avenue, Midvale, Western Australia, that he is the President of WALLIS DRILLING, IN, the company which executed the foregoing Articles of Dissolution: that he knows the Seal of the said Company; that the Seal affixed to the said Articles of Dissolution is the Common Seal of the said Company; that it was so affixed by order of the Board of Directors of the said Company and that he signed his name thereto by like order as President of the said Company; and acknowledged that the said Company executed the said Articles of Dissolution by its said President as its free and voluntary act, for the uses and purposes therein set forth. I further certify that the said Seal was affixed and the said signature thereon was subscribed in my presence on the aforesaid date and that the said signature "Jamie M. Wallis" is known to me.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my Seal of Office at 42 VICTORIA STREET MIDLAND WESTERN AUSTRALIA, aforesaid the day and year first above written.



My commission expires with life.

PATRICK JOSEPH GETHIN  
42 VICTORIA STREET,  
MIDLAND 6056  
WESTERN AUSTRALIA  
AUSTRALIA  
NOTARY PUBLIC

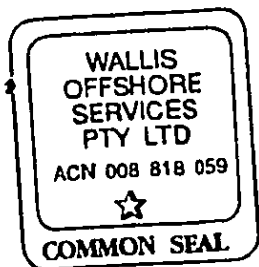
EXHIBIT A

CONSENT OF SHAREHOLDER FOR VOLUNTARY DISSOLUTION  
OF WALLIS DRILLING, INC.

The undersigned, as the directors of Wallis Offshore Services Pty Ltd, being the sole shareholder of WALLIS DRILLING, INC., a Florida corporation, in accordance with §607.1402, Florida Statutes, does hereby consent to the voluntary dissolution of Wallis Drilling, Inc. To be effective June 30, 1997.

DATED: June 24th, 1997.

WALLIS OFFSHORE SERVICES PTY.LTD.



By: Jamie M. Wallis  
Jamie M. Wallis, its director

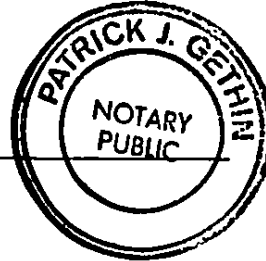
Graeme Wallis  
Graeme Wallis, its director

Sole Shareholders of Wallis Drilling, Inc.

COMMONWEALTH OF AUSTRALIA  
STATE OF WESTERN AUSTRALIA

On this 24th day of June, One Thousand Nine Hundred and Ninety-Seven, before me THOMAS JOSEPH GELVIN PUBLIC OF 42 VICTORIA STREET, MIDLAND in the State of Western Australia, Notary Public, duly admitted and sworn, personally appeared JAMIE MALCOLM WALLIS and GRAEME WALLIS, to me known, being by me duly sworn, did depose and say that their business addresses are at 54 Beaconsfield Avenue, Midvale, Western Australia; that they are Directors of WALLIS OFFSHORE SERVICES PTY LTD, the company which is the sole shareholder of Wallis Drilling, Inc. and which executed the foregoing Consent of Shareholder for Voluntary Dissolution of Wallis Drilling, Inc.; that they know the Seal of the said Company; that the Seal affixed to the said Consent of Shareholder for Voluntary Dissolution of Wallis Drilling, Inc. is the Common Seal of the said Company; that it was so affixed by order of the Board of Directors of the said Company and that they signed their names thereto by like order as Directors of the said Company; and acknowledged that the said Company executed the said Consent of Shareholder for Voluntary Dissolution of Wallis Drilling, Inc. as its free and voluntary act, for the uses and purposes therein set forth. I further certify that the said Seal was affixed and the said signatures thereon were subscribed in my presence on the aforesaid date and that the said signatures "Jamie M. Wallis and Graeme Wallis" are known to me.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my Seal of Office  
at 42 VICTORIA STREET MIDLAND WESTERN, aforesaid the day and year first above written.  
AUSTRALIA



My commission expires with life.

**PATRICK JOSEPH GETHIN  
42 VICTORIA STREET,  
MIDLAND 8058  
WESTERN AUSTRALIA  
AUSTRALIA  
NOTARY PUBLIC**