

TRANSMITTAL LETTER

PROGRESSIVE

Department of State
Division of Corporations
P. O. Box 327
Tallahassee, FL 32314

SUBJECT:

CAMERON INTERNATIONAL, Inc.

(Proposed corporate name - must include suffix)

200002068392--4
-01/24/97--01106--006
****122.50 ****122.50

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate

\$122.50
Filing Fee
& Certified Copy

\$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: C. Cameron Jordan
Name (Printed or typed)

4630 S. Kirkman Road, #401
Address

Orlando, Florida 32811
City, State & Zip

407-523-4120
Daytime Telephone number

97 JAN 24 AM 8:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

NOTE: Please provide the original and one copy of the articles.

FILED

97 JAN 24 AM 8:12

SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION
OF
CAMERON INTERNATIONAL, INC.

The undersigned subscriber to these Articles of Incorporation, being a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

CAMERON INTERNATIONAL, INC.

The principal place of business of this Corporation shall be 4630 S. Kirkman Road, Suite # 401, Orlando, Florida 32811.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, county, territory, or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares that this Corporation is authorized to have outstanding at any one time is 1,000,000 shares of common stock having a par value of \$.01 per share.

ARTICLE IV. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation shall be 4630 S. Kirkman Road, Suite # 401, Orlando, Florida 32811 and the name of the initial registered agent of the Corporation at that address is C. Cameron Jordan.

ARTICLE V. TERM OF EXISTENCE

This Corporation is to exist perpetually.

ARTICLE VI. INITIAL BOARD OF DIRECTORS

This Corporation shall have not more than seven directors

The number of directors may be increased or decreased from time to time by an amendment of the By-Laws of the Corporation in the manner provided by Law. The name and street address of the initial member of the Board of Directors is:

<u>Name</u>	<u>Address</u>
C. Cameron Jordan	4789 J Walden Circle Orlando, Florida 32811

ARTICLE VII. OFFICERS

The names and addresses of the initial officers of the Corporation who shall hold office for the first year of the Corporation, or until their successors are elected or appointed are:

<u>Name</u>	<u>Address</u>
C. Cameron Jordan	President, Treasurer, and Secretary 4789 J Walden Circle Orlando, Florida 32811

ARTICLE VIII. INDEMNIFICATION

The Corporation may be empowered to indemnify any officer or director, or any former officer or director, in the manner set forth and provided for pursuant to the provisions of Section 607.014 of the Florida Statutes, as amended, to the full extent permitted by law.

ARTICLE IX. INCORPORATORS

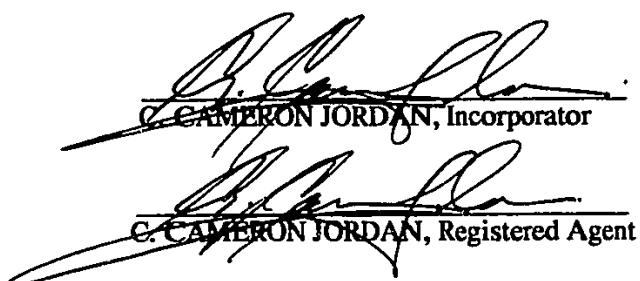
The name and street address of the Incorporator signing these Articles of Incorporation is:

<u>Name</u>	<u>Address</u>
C. Cameron Jordan	4789 J Walden Circle Orlando, Florida 32811

ARTICLE X. AMENDMENT OF ARTICLES

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to the reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on this 21th day of January, 1997.



C. CAMERON JORDAN, Incorporator

C. CAMERON JORDAN, Registered Agent

The undersigned hereby accepts designation as Resident Agent for the Corporation at the address set forth in Article IV of these Articles of Incorporation pursuant to Section 48.091, Florida Statutes.



C. CAMERON JORDAN

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97 JAN 24 AM 8:12
SECRETARY OF STATE
TALLAHASSEE FLORIDA

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, 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:

Cameron International, Inc.

2. The name and address of the registered agent and office is:

C. Cameron Jordan
(NAME)

4630 S. Kirkman Road, S.
(P.O. Box or Mail Drop Box NOT ACCEPTABLE)

ORLANDO, FLORIDA 32811.
(CITY/STATE/ZIP)

97 JAN 24 NO. 8:13
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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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.

C. Cameron Jordan
(SIGNATURE)

1/21/97
(DATE)