

P97000017949
TRANSMITTAL LETTER

February 18, 1997

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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-02/21/97--01015--020
***122.50 ***122.50

Dear Sir or Madam:

Enclosed please find an original and one copy of the articles of incorporation for the corporation stated below, and a check in the amount of \$122.50.

Proposed Corporate Name

ROWAN INTERNATIONAL (U.S.A.) INC.

From: Joy Waterhouse
4134 Gulf of Mexico Drive, Suite 302
Longboat Key, Fl. 34228

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 FEB 21 PM 12:40

of 2/21/97

Articles of Incorporation of:

Rowan International (U.S.A.) Inc.

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Article I Name:

Rowan International (U.S.A.) Inc.

Article II Principal Office:

4134 Gulf of Mexico Drive, Suite 302, Longboat Key,
Florida. 34236

Article III Capital Stock:

The Corporation is authorized to have 10,000 shares of common stock with a par value of \$.01 (One cent) each.

Article IV Terms of Existence:

The term for which the corporation shall exist shall be perpetual, commencing on the filing of these Articles with the Secretary of State, State of Florida.

Article V Nature of business:

This corporation is organized for the purpose of engaging in and transacting any or all lawful business permitted under the laws of the State of Florida or any other State of the United States.

Article VI Name & Address of Incorporator (s)

Joy Waterhouse
4134 Gulf of Mexico Drive,
Suite 302, Longboat Key, Florida, 34228

Article VII Initial Board of Directors:

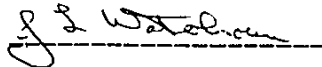
This corporation shall have one (1) Director initially. The number of Directors may be increased or decreased from time to time, by amendment to the Bylaws, but in no event shall the number of Directors be reduced below one (1). The name and address of the initial Director of this corporation is:

**Joy Waterhouse
4134 Gulf of Mexico Drive
Suite 302, Longboat Key, Florida 34228**

The undersigned have executed these articles of incorporation this:

18th February, 1997

Signature:

A handwritten signature in cursive script, appearing to read "Joy Waterhouse", written over a horizontal dashed line.

Name: Joy Waterhouse

Title: President.

Certificate of Designation Registered Agent/Registered Office

The name of the Corporation is:

Rowan International (U.S.A.) Inc.

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

**Joy Waterhouse
4134 Gulf of Mexico Drive
Suite 302, Longboat Key, Florida 34228**

Signature: Joy Waterhouse

Title: **President.**

Date: 02.18.97.

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Acceptance of appointment as
Registered Agent for

ROWAN INTERNATIONAL (U.S.A.) INC.

Having been named to accept service of process for the above stated corporation, at the place designated in the corporation's 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.

Signature: Joy Waterhouse

Name: **Joy Waterhouse**

Title: **President**