

P97000025536

Oilfield Construction, Inc.
P.O. Box 3122
Boynton Beach, Florida 33424-3122
(561) 735-9345

January 22, 1997

Airborne Express

State of Florida
Division of Corporations
Corporate Records Bureau
409 East Gaines Street
Tallahassee, Florida 32399

Re: Oilfield Construction, Inc.

600002115866--6
-03/18/97-01026--020
*****78.75 *****78.75

Dear Sir/Madam:

Enclosed is the Articles of Incorporation (original and duplicate)
for the above named corporation.

Also enclosed is a check for the following:

Filing fee	\$35.00
Certificate Under Seal	8.75
Designation of Registered Agent	35.00

	\$78.75
	=====

Please return the Certificate under Seal to us at your earliest
convenience in the enclosed SASE envelope.

Please contact us with any questions. Thank you.

Sincerely,

John M. Yeend

John Michael Yeend

*DMC
3/21/97*

FILED
97 MAR 17 AM 9:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JY/Corp.Oilfield Construction

ARTICLES OF INCORPORATION
OF
Oilfield Construction, Inc.

FILED
97 MAR 17 AM 9:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

ARTICLE ONE - NAME AND ADDRESS

The name of the corporation shall be Oilfield Construction, Inc. The principal place of business of this corporation shall be P.O. Box 3122, Boynton Beach, Florida 33424-3122.

ARTICLE TWO - DURATION

The term of the corporation's existence is perpetual.

ARTICLE THREE - PURPOSE

The corporation's purpose is to engage in and to transact any and all business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE FOUR - CAPITAL STOCK

The corporation has authority to issue One Thousand (1,000) shares, all of which shall be common shares with no par value.

ARTICLE FIVE - PREEMPTIVE RIGHTS

Each shareholder shall have preemptive rights only in the portion of shares being issued or sold equal to the proportion that the number of shares then held by the shareholder bears to the total number of shares of the same class then outstanding.

ARTICLE SIX - REGISTERED OFFICE

The street address of the corporation's initial registered office is 1109 South Congress Ave., West Palm Beach, Florida, 33406 and the name of the initial registered agent at that address is John Michael Yeend, who by executing these articles accepts the responsibility to act in this capacity and states that he is familiar with and accepts the obligations of his position and agrees to comply with all statutes relating to the proper performance of his duties.

ARTICLE SEVEN - DIRECTORS

The initial Board of Directors shall consist of One (1) member. The name and address of the member of the initial Board of Directors is:

Glyn A. Joy

P.O. Box 3122
Boynton Beach, Florida 33424

ARTICLE EIGHT - INCORPORATORS

The name and address of the incorporator is John Michael Yeend, 1109 South Congress Ave. West Palm Beach, Florida 33406.

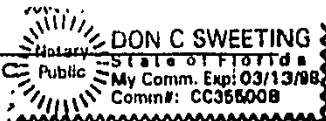
IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation on this 13th day of March, 1997.

John Yeend
Incorporator

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 13th day of March, 1997 by the above named incorporator.

Don C Sweeting
Notary Public

DON C SWEETING
Notary Public - State of Florida
My Comm. Expi 03/13/98
Comm#: CC355008

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED

FILED

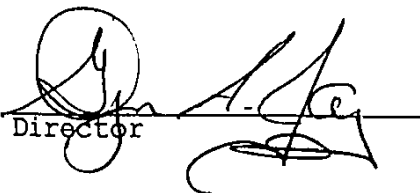
MAR 17 AM 9:21

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

IN COMPLIANCE with Section 48.091, Florida Statutes, the following
is submitted:

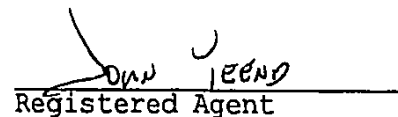
That Oilfield Construction, Inc. desires to organize or
qualify under the laws of the State of Florida, with its
principal place of business in the County of Palm Beach, State
of Florida, and has named John Michael Yeend located at 1109
South Congress Ave. West Palm Beach, Florida 33406 as its
agent to accept service of process within Florida.

Executed this 13th day of March, 1997.


Director

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

Executed this 13th day of March, 1997.


Registered Agent