

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870
Mailing Address: Post Office Box 10349, Tallahassee, FL 32302

TOLL FREE No. 1-800-342-6062

FAX (904) 222-1222

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RE:

All American Directional Boring Inc.

C.C. FEE

DISBURSED

Capital Express™
Art. of Amend. File
Corp. Record Search
Ltd. Partnership File
Foreign Corp. Filing
() Cert. Copy(s)

Art. of Amend. File
Dissolution/Withdrawal
C U S -
Fictitious Name File

Name Reservation
Annual Report/Reinstatement
Reg. Agent Service
Document Filing

Corporate Kit
Vehicle Search
Driving Record
Document Retrieval

UCC 1 or 3 File
UCC 11 Search
UCC 11 Retrieval
File No.'s, _____ Copies
Courier Service
Shipping/Handling
Phone ()
Top Priority
Express Mail Prep.
FAX () pgs.

SUBTOTALS

FEE.....
DISBURSED.....
SURCHARGE.....
TAX on corporate supplies.....
SUBTOTAL.....
PREPAID.....
BALANCE DUE.....

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.

THANK YOU
from
Your Capital Connection

ARTICLES OF INCORPORATION
OF
ALL AMERICAN DIRECTIONAL BORING, INC.

97 APR -4 AM 11:36
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

ARTICLE I. NAME

The name of this corporation is ALL AMERICAN DIRECTIONAL BORING, INC.

ARTICLE II. DURATION

This corporation shall begin its existence on the 1st day of April, 1997.

ARTICLE III. PURPOSE

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

ARTICLE IV. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is:

SEVEN THOUSAND FIVE HUNDRED (7,500) Shares of
Common Stock having a Nominal or Par Value of
ONE DOLLAR (\$1.00) per share.

ARTICLE V. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional

shares) at the price at which it is offered to others.

ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 119 Scottsdale Circle, Mary Esther, Florida 32569, and the name of the initial registered agent of this corporation is H.M. STANLEY.

ARTICLE VII. PRINCIPAL OFFICE

The address of the principal office is 119 Scottsdale Circle, Mary Esther, Florida 32569. The preferred mailing address is same.

ARTICLE VIII. INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director, initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The name(s) and address(es) of the initial director(s) of this corporation is(are):

NAME

ADDRESS

H.M. STANLEY

119 Scottsdale Circle
Mary Esther, Florida 32569

ARTICLE IX. INCORPORATOR

The name and address of the person(s) signing these Articles of Incorporation is(are):

NAME

ADDRESS

Jill L. Stanley

119 Scottsdale Circle
Mary Esther, Florida 32569

ARTICLE X. INDEMNIFICATION


The corporation shall indemnify any officer, director, agent or employee or any former officer, director, agent or employee to

the full extent permitted by law.

ARTICLE XI. AMENDMENT

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 this reservation.

IN WITNESS WHEREOF, the undersigned subscriber(s) has(have) executed these Articles of Incorporation this 1st day of April, 1997.


JULL L. STANLEY, Subscriber

CERTIFICATE OF DESIGNATION
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: **ALL AMERICAN DIRECTIONAL BORING, INC.**

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

H.M. STANLEY
119 Scottsdale Circle
Mary Esther, Florida 32569

SIGNATURE H.M. Stanley
(Corporate Officer)

TITLE Vice President

DATE 4-1-97

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.

SIGNATURE H.M. Stanley
DATE 4-1-97

FILED
97 APR - 4 AM 11:36
SECRETARY OF STATE
TALLAHASSEE FLORIDA