## 9415 Old St. Dugust, WE Address Office Use Only CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known): (Document #) (Corporation Name) (Document #) (Corporation Name) (Document #) (Corporation Name) (Document #) Certified Copy Pick up time Photocopy Mail out Will wait Certificate of Status NEW FILINGS. AMENDMENTS EFFECTIVE DATE 1-15-98 Profit Amendment NonProfit Resignation of R.A., Officer/Director Limited Liability Change of Registered Agent Domestication Dissolution/Withdrawal Other Merger OTHER FILINGS REGISTRATION/ **QUALIFICATION** Annual Report Foreign Fictitious Name Limited Partnership Name Reservation Reinstatement Trademark Other

Examiner's Initials

CR2E031(1/95)

ARTICLES OF INCORPORATION

OF

BRIGGS WELL DRILLING, INC.



The undersigned subscribers to these Articles of Incorporation are natural persons competent to contract and hereby for a Corporation for profit under Chapter 607 of the Florida Statutes.

### ARTICLE 1 - NAME

The name of the Corporation is BRIGGS WELL DRILLING, INC.

### ARTICLE 2 - PURPOSE OF CORPORATION

The Corporation shall engage in any activity or business permitted under the laws of the United States and of the State of Florida.

### ARTICLE 3 - PRINCIPAL OFFICE

The address of the principal office of this Corporation is 9415 Old St. Augustine Road, Tallahassee, Florida 32311, and the mailing address is the same.

### ARTICLE 4 - INCORPORATORS

The name and street addresses of the incorporators of this Corporation are:

Donald E. Briggs William H. Briggs 8576 Tram Road 9415 Old St. Augustine Road Tallanassee, Florida 32311 Tallahassee, Florida 32311

#### ARTICLE 5 - PRESIDENT

The initial President of the Corporation shall be DONALD E. BRIGGS whose address is 8576 TRAM ROAD, TALLAHASSEE, FLORIDA 32311.

### ARTICLE 6 - CORPORATE CAPITALIZATION

6.1 The maximum number of shares that this Corporation is authorized to have outstanding at any time is SEVEN THOUSAND FIVE HUNDRED (7,500) Shares of common stock each share having a par value of ONE DOLLAR (\$1.00).

- 6.2 No holder of shares of stock of any class shall have any preemptive right to subscribe to or purchase any additional shares of any class, or any bonds or convertible securities of any nature; provided, however, that the board of directors may, in authorizing the issuance of shares of stock of any class, confer any preemptive right that the board of directors may deem advisable in connection with such issuance.
- 6.3 The board of directors of the Corporation may authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such consideration as the board of directors may deem advisable, subject to such restrictions or limitations, if any, as may be set forth in the bylaws of the Corporation.
- 6.4 The board of directors of the Corporation may, by articles supplementary, classify or reclassify any unissued stock from time to time by setting or changing the preferences, conversions or other rights, voting powers, restrictions, limitations as to dividends, qualifications, or term or conditions of redemption of the stock.

### ARTICLE 7 - SUB-CHAPTER S CORPORATION

The Corporation may elect to be an S Corporation, as provided in Sub-Chapter S of the Internal Revenue Code of 1986, as amended.

- 7.1 The shareholders of this Corporation may elect and, if elected, shall continue such election to be an S Corporation as provided in Sub-Chapter S of the Internal Revenue Code of 1986, as amended, unless the shareholders of the Corporation unanimously agree otherwise in writing.
- 7.2 After this Corporation has elected to be an S Corporation, none of the shareholders of this Corporation, without the written consent of the other shareholders of this Corporation, shall take any action, or make any transfer or other disposition of the shareholders shares of stock in the Corporation, which will-result in the termination or revocation of such election to be an S Corporation as provided in Sub-Chapter S of the Internal Revenue Code of 1986, as amended.
- 7.3 Once the Corporation has elected to be an S Corporation, each share of stock issued by this Corporation shall contain the following legend:

"The shares of stock represented by this certificate cannot be transferred if such transfer would void the election of The Corporation to be taxed under Sub-Chapter S of the Internal Revenue Code of 1986, as amended."

### ARTICLE 8 - POWERS OF CORPORATION

The Corporation shall have the same powers as an individual to do all things necessary or convenient to carry out its business and affairs, subject to any limitations or restrictions imposed by applicable law or these Articles of Incorporation.

### ARTICLE 9 - TERM OF EXISTENCE

This Corporation shall have perpetual existence.

### ARTICLE 10 - TITLE

The Corporation, to the extent permitted by law, shall be entitled to treat the person in whose name any share or right is registered on the books of the Corporation as the owner thereto, for all purposes, and shall not be bound to recognize any equitable or other claim to, or interest in, such share or right on the part of any other person, whether or not the Corporation shall have notice thereof.

### ARTICLE 11 - REGISTERED OFFICE AND REGISTERED AGENT

The initial address of registered office of this Corporation is William H. Briggs, 9415 Old St. Augustine Road, Tallahassee, Florida 32311.

The name and address of the registered agent of this Corporation is WILLIAM H. BRIGGS, 9415 OLD ST. AUGUSTINE ROAD, TALLA-HASSEE, FLORIDA 32311.

#### ARTICLE 12 - BYLAWS

The Board of Directors of the Corporation shall have power, without the assent or vote of the shareholders, to make, alter, amend, or repeal the Bylaws of the Corporation, but the affirmative vote of a number of Directors equal to a majority of the number who would constitute a full Board of Directors at the time such action shall be necessary to take any action for the making, alteration, amendment or repeal of the Bylaws.

### ARTICLE 13 - EFFECTIVE DATE

These Articles of Incorporation shall be effective January 15, 1998 and filing with the Secretary of State, State of Florida.

#### ARTICLE 14 - AMENDMENT

The Corporation reserves the right to amend, alter, change, or repeal any provision contained in these Articles of Incorporation, or in any amendment hereto, or to add any provisions of these Articles of Incorporation or to any amendment hereto, in any manner now or hereafter prescribed or permitted by the provisions of any applicable statute of the State of Florida, and all right conferred upon shareholders in these Articles of Incorporation or any amendment hereto are granted subject to this reservation.

IN WITNESS WHEREOF, We have hereunto set our hands and seals, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 6th day of January, 1998.

Donald E. Briggs

Um H Briggs William H. Briggs

# ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTLICES OF INCORPORATION

WILLIAM H. BRIGGS, doing business in the State of Florida, having a business office identical with the registered office of the Corporation named above, and having been designated as Resident Agent in the above and foregoing Articles of Incorporation, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

WILLIAM H. BRIGGS

9415 Old St. Augustine Road Tallahassee, Florida 32311

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DIVINDANCE FOR ORIONS