

HARMON & SLOAN, P.A.

ATTORNEYS AND COUNSELORS AT LAW
427 MCKENZIE AVENUE
POST OFFICE BOX 2327
PANAMA CITY, FLORIDA 32402-2327

DANIEL HARMON III
TIMOTHY J. SLOAN
*ALSO MEMBER OF
DISTRICT OF COLUMBIA
AND MISSOURI BARS

TELEPHONE (850) 769-2501
FACSIMILE (850) 769-0824

P99000035814

April 15, 1999

EFFECTIVE
4/15/99

Secretary of State
Division of Corporations
New Filing Section
Post Office Box 6327
Tallahassee, Florida 32314

100002843931--2
-04/19/99--01106--006
*****78.75 *****78.75

Re: Burkett's Well Service, Inc.

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation of the above referenced corporation, together with the Acceptance of Registered Agent and a check in the amount of \$78.75 to cover the cost of filing.

At your earliest convenience, please file these Articles and return a certified copy to us. Please note that this corporation is to commence its existence as of April 15, 1999. Thank you for your assistance with this matter. If there are any questions, please do not hesitate to call collect.

Sincerely,

HARMON & SLOAN, P. A.


Timothy J. Sloan

TJS/da

Enclosures

cc: Mr. Steve Burkett
Mrs. Annie Burkett

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FILED
99 APR 19 AM 11:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. SMITH APR 19 1999

ARTICLES OF INCORPORATION
OF
BURKETT'S WELL SERVICE, INC.,
a Florida corporation

99 APR 19 AM 11:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

EFFECTIVE DATE
4/15/99

The undersigned, acting as incorporator of a corporation pursuant to Chapter 607 of the Florida Statutes, adopts the following Articles of Incorporation for such corporation:

ARTICLE I - NAME

The name of this corporation is Burkett's Well Service, Inc.

ARTICLE II - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE III - TERM OF EXISTENCE

This corporation shall exist perpetually. This corporation shall commence its existence as of April 15, 1999.

ARTICLE IV - CAPITAL STOCK

The aggregate number of shares of capital stock which this Corporation is authorized to issue is One Thousand (1,000) shares of common stock having a par value of One Dollar (\$1.00) per share, which shall be designated "Common Shares."

ARTICLE V - PRINCIPAL OFFICE AND REGISTERED AGENT

The street address of the initial principal office of the corporation in the State of Florida is 240 Beulah Avenue, Callaway, Florida 32404. The registered agent for this corporation is Audrey A. Burkett, whose address is 240 Beulah Avenue, Callaway, Florida 32404.

ARTICLE VI - BOARD OF DIRECTORS

The number of directors of the initial Board of Directors of this corporation is two (2). The number of directors may be either increased or diminished from time to time in accordance with the Bylaws, but shall never be less than one (1). The names and addresses of the initial directors of this corporation is as follows:

STEVE C. BURKETT
240 Beulah Avenue
Callaway, FL 32404

AUDREY A. BURKETT
240 Beulah Avenue
Callaway, FL 32404

ARTICLE VII - INDEMNIFICATION

This corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE VIII- INCORPORATOR

The name of the person signing these Articles is Audrey A. Burkett, whose address is 240 Beulah Avenue, Callaway, Florida 32404.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 15th day of April, 1999.

Audrey A. Burkett
AUDREY A. BURKETT
Incorporator

STATE OF FLORIDA
COUNTY OF BAY

The foregoing instrument was sworn to, subscribed, and acknowledged before me this 15th day of April, 1999, by AUDREY A. BURKETT, who is personally known to me or who has produced Fla Drivers License as identification.

Dana C Aylor
Notary Public - Signature



Dana C Aylor
My Commission CC648398
Expires May 19, 2001

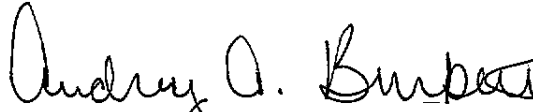
ACCEPTANCE OF DESIGNATION OF REGISTERED AGENT

OF

BURKETT'S WELL SERVICE, INC.,
a Florida corporation

Having been named to accept service of process for the above-named corporation, at the place designated in the Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions of Chapter 607 of the Florida Statutes relative to keeping open said office.

Dated as of the 15th day of April, 1999.



AUDREY A. BURKETT
Registered Agent

FILED

99 APR 19 AM 11:19

SECRETARY OF STATE
TALLAHASSEE, FLORIDA