103 N. MERIDIAN STREET, LOWER LEVEL TALLAHASSEE, FL 32301 222-1173

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AMENDED AND RESTATED

ARTICLES OF INCORPORATION

OF

W. G. MILLS, INC.



Pursuant to Section 607.1007 of the Florida Business Corporation Act and pursuant to the Articles of Incorporation of the Corporation, all of the Shareholders and Directors of W. G. MILLS, INC., a Florida corporation, hereinafter referred to as the "Corporation", did authorize on MAY

1999, to amend said Articles of Incorporation in their entirety, pursuant to Chapter 607 the Florida Business Corporation Act, as follows:

ARTICLE I - NAME

The name of this Corporation is:

W. G. MILLS, INC.

ARTICLE II - TERM OF EXISTENCE

The Corporation is to exist perpetually.

ARTICLE III - PURPOSES

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

ARTICLE IV - CAPITAL STOCK

The shares of stock of this Corporation shall consist of only one class. The number of shares of stock that this Corporation is authorized to have outstanding at any one time is 50,000 Shares of Common Stock having a par value of \$3.33 per share.

ARTICLE V - PRINCIPAL OFFICE

The principal place of business and mailing address of this Corporation shall be 3301 Whitfield Avenue, Sarasota, Florida 34243.

ARTICLE VI - REGISTERED AGENT AND ADDRESS

The street address of the registered office of this Corporation is 3301 Whitfield Avenue, Sarasota, Florida 34243 and the registered agent at such office is Steven E. Baker.

ARTICLE VII - DIRECTORS

This Corporation shall have two (2) Directors. The number of Directors may be changed from time to time by Bylaws adopted by the Shareholders. The name and address of each member of the Board of Directors is:

Walter G. Mills

3301 Whitfield Avenue

Sarasota, Florida 34243

Lemuel Sharp, III

4987 Windsor Park

Sarasota, Florida 34235

ARTICLE VIII - AMENDMENT

These Articles of Incorporation may be amended in certain instances by the Board of Directors as provided by statute and in certain instances by resolutions adopted by the Board of Directors, proposed by them to the Shareholders and approved at a Shareholders Meeting by at least sixty-five percent (65%) of the stock entitled to vote thereon.

IN WITNESS WHEREOF, for the purpose of amending the Articles of Incorporation under the provisions of Chapter 607 of the Florida Statutes, the undersigned, constituting the President and Secretary of this Corporation, have executed these Amended and Restated Articles of Incorporation on this <u>20</u>^Hday of <u>MAU</u>, 1999.

W. G. MILLS, INC., a Florida corporation

Lemuel Sharp, III, President

Steven E. Baker, Secretary

Having been named as Registered Agent and to accept service of process for W. G. MILLS, INC. at the place designated in the Articles, 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.

MAY 20 1999

Date

Steven E. Baker, Registered Agent