



ACCOUNT NO. : 072100000032.

REFERENCE : 895911 41001A

AUTHORIZATION :

COST LIMIT : \$ 43.75

Patricia Pujato

ORDER DATE : November 13, 2000

ORDER TIME : 11:13 AM

ORDER NO. : 895911-015

CUSTOMER NO: 41001A

CUSTOMER: Ms. Susan Whitlatch
The St. Joe Company
Suite 400, Dupont Center
1650 Prudential Drive
Jacksonville, FL 32207

000003461210-41

DOMESTIC AMENDMENT FILING

NAME: APALACHICOLA NORTHERN RAILROAD
COMPANY

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX _____ CERTIFIED COPY
 _____ PLAIN STAMPED COPY
 _____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson -- EXT# 1155

EXAMINER'S INITIALS:

Amended & Restated

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
NOV 13 PM 3:38
RECEIVED
NOV 13 PM 12:12
U.S. DEPT. OF JUSTICE
FEDERAL BUREAU OF INVESTIGATION
WASHINGTON, D.C. 20535

Figure 1 illustrates the experimental setup. A participant is seated at a table, looking at a video screen. On the screen, a target (small circle) and a starting point (large circle) are visible. The participant's hand is at the starting point. The distance between the starting point and the target is labeled 'Distance'. The video screen is labeled 'Video screen'. The participant is labeled 'Participant'.

11-13-2000

**AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
APALACHICOLA NORTHERN RAILROAD COMPANY**

00 NOV 13 PM 3: 38

Pursuant to the provisions of §607.1007 of the Florida Business Corporation Act, the undersigned corporation pursuant to resolutions approved by the sole shareholder and duly adopted by its board of directors, adopts the following restated and amended articles of incorporation shall correct the amended and restated articles which were filed on July 24th, 2000 which superseded the original articles of incorporation filed with the Florida Secretary of State on May 9, 1903, including all amendments thereto.

Article I – Name

The name of the corporation (the “Company”) shall be Apalachicola Northern Railroad Company.

Article II - Principal Place of Business and Mailing Address

The principal place of business shall be located at 1650 Prudential Drive Suite 400, Jacksonville, Florida 32207 and the mailing address shall be 1650 Prudential Drive Suite 400-Legal Dept., Jacksonville, Florida, 32207.

Article III – Purpose

The general nature of the Company shall be to conduct any lawful business permitted under the laws of the State of Florida, unless otherwise stated in its bylaws and other states the Company may be authorized to transact business.

Article III – Stock

The maximum number of shares of stock that the Company is authorized to have outstanding at any time is five thousand (5,000) shares having a no par value, all of which shall be common stock of the same class. All shares of common stock issued shall be fully paid and non-assessable. The Company shall have the right to issue fractional shares.

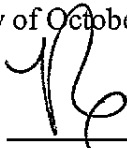
Article IV – Duration

The Company shall have perpetual existence.

Article V – Registered Agent and Address

The street address of the Company’s registered agent is 1650 Prudential Drive Suite 400, Jacksonville, Florida 32207 and the registered agent for the Company is Lawrence Paine.

IN WITNESS WHEREOF these Amended and Restated Articles of Incorporation have been executed by its Secretary this 31st day of October, 2000.

By: 

Lawrence Paine

ACCEPTANCE OF REGISTERED AGENT

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 NOV 13 PM 3:38

Having been named to accept service of process for Apalachicola Northern Railroad Company at the place designated in the amended and restated articles of incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to Section 607.0501(3), Florida Statutes.

Date: October 31, 2000



Lawrence Paine

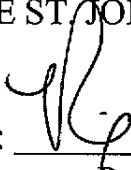
**CERTIFICATE OF APPROVAL AND ADOPTION OF THE AMENDED
AND RESTATED ARTICLES OF THE ARTICLES OF
INCORPORATION BY THE SOLE SHAREHOLDER
OF
APPALACHICOLA NORTHERN RAILROAD COMPANY**

Pursuant to the Florida Business Corporation Act, this Florida profit corporation submits the attached amended and restated articles of the articles of incorporation:

FIRST: The amended and restated articles of incorporation were approved and adopted by the sole shareholder on July 3rd, 2000.

SECOND: The amended and restated articles of incorporation were approved by the sole shareholder and the number of votes cast were sufficient for approval.

THE ST. JOE COMPANY

BY: 
Lawrence Paine, Assistant Secretary