

F99000005754



ACCOUNT NO. : 072100000032

REFERENCE : 444410 41001A

AUTHORIZATION :

COST LIMIT :

Patricia Piggitt
\$278.75

ORDER DATE : October 29, 1999

ORDER TIME : 12:12 PM

ORDER NO. : 444410-010

CUSTOMER NO: 41001A

100003036731--1

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

FOREIGN FILINGS

NAME: ST. JOE TIMBERLAND COMPANY OF
DELAWARE

~~*** FILE PLEASE ***~~

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Erika Carlson

99 NOV -5 AM 10:40

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

99 NOV -5 PM 1:11

RECEIVED

DEPARTMENT OF STATE
BUREAU OF CONSTITUTIONAL AFFAIRS
1711 ANASSEE BLVD
BIRMINGHAM, AL 35203

BK 11/5/99

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: St. Joe Timberland Company of Delaware
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Susan Whitlatch

(Name of Person)

The St. Joe Company

(Firm/Company)

1650 Prudential Drive, Suite 400

(Address)

Jacksonville, Florida 32207

(City/State/Zip)

Should you need to call someone concerning this matter, please call:

Susan Whitlatch

(Name of Person)

at (904) 858-5236

(Area Code & Daytime Telephone Number)

STREET ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- ☐ \$70.00 Filing Fee ☐ \$78.75 Filing Fee & Certificate of Status ☐ \$78.75 Filing Fee & Certified Copy ☐ \$87.50 Filing Fee, Certificate of Status & Certified Copy

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 NOV -5 AM 10:40

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

FILED
DEPT. OF STATE
NOV -5 AM 10:40
TALLAHASSEE, FLORIDA

1. St. Joe Timberland Company of Delaware
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Delaware 3. applied for
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 11/3/99 5. perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Upon Qualification
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 1650 Prudential Drive, Suite 400
Jacksonville, Florida 32207
(Current mailing address)

8. any lawful act or activity for which a corporation maybe organized.
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: Lawrence Paine

Office Address: 1650 Prudential Drive, Suite 400
Jacksonville, Florida, 32202
(Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors: (Street address **ONLY** - P.O. Box **NOT** acceptable)

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: J. Malcolm Jones, Jr.

Address: 1650 Prudential Drive, Suite 400, Jacksonville, Florida 32207

Vice Chairman: _____

Address: _____

Director: J. Malcolm Jones, Jr.

Address: 1650 Prudential Drive, Suite 400, Jacksonville, Florida 32207

Director: Michael N. Regan

Address: 1650 Prudential Drive, Suite 400, Jacksonville, Florida 32207

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: SEE ATTACHED LIST OF OFFICERS

Address: _____

Vice President: _____

Address: _____

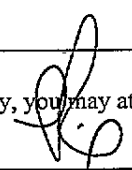
Secretary: _____

Address: _____

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Lawrence Paine, Assistant Secretary
(Typed or printed name and capacity of person signing application)

FILED
99 NOV -5
DIVISION OF CORPORATIONS
AM NO: 40

OFFICERS:

President	J. Malcolm Jones, Jr.	1650 Prudential Drive, Suite 400 Jacksonville, FL 32207
Executive Vice President, General Counsel & Secretary	Robert M. Rhodes	1650 Prudential Drive, Suite 400 Jacksonville, FL 32207
Senior Vice President and Treasurer	Michael N. Regan	1650 Prudential Drive, Suite 400 Jacksonville, FL 32207
Senior Vice President Human Resources & Administration	Michael F. Bayer	1650 Prudential Drive, Suite 400 Jacksonville, FL 32207
Vice President and General Manager	H. Clay Smallwood	1650 Prudential Drive, Suite 400 Jacksonville, FL 32207
Vice President	Jeffrey W. Harris	1650 Prudential Drive, Suite 400 Jacksonville, FL 32207
Vice President	Lewis Howell	1650 Prudential Drive, Suite 400 Jacksonville, FL 32207
Controller	Janna Connolly	1650 Prudential Drive, Suite 400 Jacksonville, FL 32207
Assistant Secretary:	Lawrence Paine	1650 Prudential Drive, Suite 400 Jacksonville, FL 32207

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 NOV -5 AM 10:40

State of Delaware
Office of the Secretary of State

PAGE 1

FILED STATE
DIVISION OF CORPORATIONS
99 NOV -5 AM 10:40

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ST. JOE TIMBERLAND COMPANY OF DELAWARE" IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE THIRD DAY OF NOVEMBER, A.D. 1999.



Edward J. Freel

Edward J. Freel, Secretary of State

AUTHENTICATION:

3120870 8300

991468294

DATE: 0062814

11-03-99