

Law office of,
KOKO HEAD, P. A.

Edmonds Professional Center
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2000000060196

June 14, 2000

Florida Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

200003294372--0
-06/16/00-01074-013
****122.50 *****78.75

Re: Longleaf Properties, Inc.

Gentlemen:

Enclosed please find the following:

1. An original and one copy of the Articles of Incorporation for Longleaf Properties, Inc.; and
2. My firm check in the amount of \$122.50 to cover the cost of the filing and certification fees.

Please file the Articles of Incorporation and return to me a certified copy of said Articles.

Thank you for your prompt attention to this matter.

Should you have any questions, please don't hesitate to contact me.

Sincerely,

Koko Head
Koko Head

KH/kbm
Enclosures

FILED
00 JUN 16 PM 1:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION
OF
LONLEAF PROPERTIES, INC.**

ARTICLE I

NAME

The name of this corporation is Longleaf Properties, Inc.

ARTICLE II

PRINCIPAL OFFICE

The principal office and mailing address of this corporation is 4723 Pinedale Avenue, Jacksonville, Florida 32207.

ARTICLE III

CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of common stock with a part value of Ten Cents (\$0.10) per share, which shares shall be and hereby are designated as "Common Shares". Without action by the stockholders, any or all of the authorized shares may be issued by the corporation from time to time for such consideration as may be fixed by the Board of Directors of this corporation.

ARTICLE IV

INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this corporation is the State of Florida is 9309 Old Kings Road South, Suite 4, Jacksonville, Florida 32257. The name of the initial registered agent of this corporation at that address is Koko Head. The Board of Directors may, from time to time, change the registered agent or move the registered office to any other address in Florida.

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TALLAHASSEE, FLORIDA

ARTICLE V
INCORPORATOR

The name and address of the Incorporator of this corporation is:

NAME

Koko Head


ADDRESS

9309 Old Kings Road South, Suite 4
Jacksonville, Florida 32257

ARTICLE VI
AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Both the shareholders and the Board of Directors may repeal, amend or adopt Bylaws for the corporation, pursuant to these Articles, except that the shareholders may prescribe in any Bylaw made by them that such Bylaw shall not be altered, repealed or amended by the Board of Directors.

IN WITNESS WHEREOF, the undersigned Incorporator, being a natural person competent to contract, has hereunto sets his hand and affixes his seal this 21st day of June, 2000.



Koko Head (Seal)

**CERTIFICATE OF ACCEPTANCE OF DESIGNATION OF
REGISTERED AGENT OF**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Sections 48.091 and 607.0501, Florida Statutes, the undersigned, having been designated as the initial Registered Agent for the service of process within the State of Florida upon Longleaf Properties, Inc., a corporation organized under the laws of the State of Florida, and having been made aware of the obligations and responsibilities of a Registered Agent, does hereby accept the appointment as such Registered Agent for the above-named corporation, and does hereby agree to comply with the provisions of Section 48.091(2) relative to keeping open the Registered Office of said corporation, which Registered Office is located at 9309 Old Kings Road South, Suite 4, Jacksonville, Florida 32257.

IN WITNESS WHEREOF, I, such designated Registered Agent, have hereunto set my hand and seal in Jacksonville, Duval County, Florida, on this 14th day of June, 2000.



Koko Head
Registered Agent