

P04000114548

Florida Department of State  
Division of Corporations  
Public Access System

Electronic Filing Cover Sheet

**Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.**

((H04000160770 3)))

**Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.**

To:

Division of Corporations  
Fax Number : (850) 205-0381

From:

Account Name : FISHER, TOUSEY, LEAS & BALL  
Account Number : I19990000021  
Phone : (904) 356-2600  
Fax Number : (904) 355-0233

FLORIDA PROFIT CORPORATION OR P.A.

RMW Timber and Cattle Co.

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$78.75

ALL INFORMATION CONTAINED  
HEREIN IS UNCLASSIFIED  
DATE 11/15/01 BY 60322  
UC/LP

2004 AUG -4 PM 12:57

Electronic Filing Menu

Corporate Filing

Public Access Help

gr 8/5/04

2004 AUG -4 PM 12:57

TALLAHASSEE FLORIDA

## ARTICLES OF INCORPORATION

OF

## RMW TIMBER AND CATTLE CO.

The undersigned, desiring to form a corporation for profit under the laws of the State of Florida, adopts the following Articles of Incorporation:

## ARTICLE I

## NAME

The name of the Corporation is RMW Timber and Cattle Co.

## ARTICLE II

## PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office of the Corporation is located at and its mailing address is: 7445 Judith Street, Jacksonville, Florida 32256.

## ARTICLE III

## CAPITAL STOCK

(a) Authorized Shares. The total number of shares of stock that the Corporation may issue is 100,000 shares having a par value of \$0.10 per share. Each of the shares shall entitle the holder thereof to one (1) vote at any meeting of the shareholders. All or any part of the stock may be paid for in cash or in property at a fair valuation to be fixed by the Board of Directors at a meeting called for such purpose. All stock, when issued, shall be fully paid and nonassessable.

(b) Capital Stock. The capital of the Corporation shall be at least equal to the sum of the aggregate par value of all issued shares having par value plus such amounts as, from time to time, by resolution of the Board of Directors, may be transferred thereto.

(c) Corporate Liquidation and Dissolution. In the event of voluntary or involuntary liquidation, dissolution or winding up of the Corporation, the holders of record of the common stock shall be entitled to receive distribution, ratably, of the remaining assets of the Corporation.

(d) Preemptive Rights. Shareholders shall have no preemptive rights.

(e) Cumulative Voting. Cumulative voting shall not be permitted.

(((B04000160770 3)))

(f) Restrictions on Transfer of Stock. The shareholders may, by bylaw provision or by a shareholders' agreement recorded in the Corporation's minute book, impose such restrictions on the sale, transfer, or encumbrance of the stock of the Corporation as they may see fit.

#### ARTICLE IV INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 8299 Woodgrove Road, Jacksonville, Florida 32256; the name of the initial registered agent of the Corporation at that address is Robert M. Williams.

#### ARTICLE V INCORPORATOR

The name and street address of the incorporator of the Corporation are:

Robert M. Williams  
8299 Woodgrove Road  
Jacksonville, Florida 32256

#### ARTICLE VI DIRECTORS

(a) Number. The Corporation shall have three (3) directors initially. The number of directors may be changed from time to time pursuant to the bylaws adopted by the shareholders.

(b) Initial Board of Directors. The names and addresses of the initial directors of the Corporation are:

Annie F. Williams	7445 Judith Street Jacksonville, Florida 32256
Thomas F. Williams	7530 Severn Street Jacksonville, Florida 32256
Robert M. Williams	8299 Woodgrove Road Jacksonville, Florida 32256

(c) Indemnification. The Board of Directors is specifically authorized to provide for indemnification of directors, officers, employees and agents to the fullest extent permitted by law.

(((B04000160770 3)))

**ARTICLE VII  
BYLAWS**

The initial Bylaws of the Corporation shall be adopted by the Board of Directors. Bylaws shall be adopted, altered, amended or repealed from time to time by either the shareholders or the Board of Directors, but the Board of Directors shall not alter, amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the directors.

**ARTICLE VIII  
DURATION**

The Corporation shall exist perpetually. Corporate existence shall commence on the date these Articles are executed and acknowledged, except that if they are not filed by the Department of State of the State of Florida within five (5) business days thereafter, corporate existence shall commence upon filing by the Department of State.

IN WITNESS WHEREOF, these Articles of Incorporation are signed and acknowledged  
this 4<sup>th</sup> day of August, 2004.

Robert M. Williams  
Robert M. Williams

(((H04000160770 3)))

**CERTIFICATE DESIGNATING PLACE OF BUSINESS  
FOR THE SERVICE OF PROCESS WITHIN THIS STATE AND  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

Pursuant to Chapter 48.091, Florida Statutes, RMW Timber and Cattle Co., a Florida corporation (the "Corporation"), submits the following in compliance with the Act:

RMW Timber and Cattle Co., has named Robert M. Williams, who maintains an office at 8299 Woodgrove Road, in the City of Jacksonville and in the County of Duval, in the State of Florida, as its registered agent to accept service of process within this State.

**ACKNOWLEDGMENT**

Having been named as registered to accept service of process for the Corporation at the place designated in this Certificate, I am familiar with and accept the appointment as registered agent and agree to act in that capacity.

  
Robert M. Williams, Registered Agent

71044

2004 AUG -4 PM 12:57  
ALLAHBASSIE FLORIDA

(((H04000160770 3)))