

CORPORATION INFORMATION
SERVICES, INC.
1201 HAYS STREET
TALLAHASSEE, FL 32310
904-222-9171
904-222-0191 FAX

CSC networks

MAIL TO:
P.O. Box 5028
TALLAHASSEE, FL 32311

800-342-8086

P95000009298
95 FEB -3 AM 11:28
DIVISION OF CORPORATION

ACCOUNT NO. : 072100000032

REFERENCE : 536241 5312A

AUTHORIZATION :

Patricia Pizito

COST LIMIT : \$ 70.75

131.25

ORDER DATE : February 3, 1995

ORDER TIME : 10:02 AM

ORDER NO. : 536241

CUSTOMER NO: 5312A

CUSTOMER: Randolph J. Wolfe, Esq
ANNIS MITCHELL COCKEY
EDWARDS & ROEHN, P.A.
201 North Franklin
Suite 2100
Tampa, FL 33602

DOMESTIC FILING

P95000009298

NAME: RWM PINESTONE, INC.

☒ ARTICLES OF INCORPORATION
☐ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☒ CERTIFIED COPY
☒ PLAIN STAMPED COPY
☒ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: JODIE W. KREBS

EXAMINER'S INITIALS:

TP
2-3-95

FILED
95 FEB -3 PM 1:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
RWM PINESTONE, INC.

FILED
95 FEB -3 PM 1:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator to these Articles of Incorporation hereby forms a corporation under the laws of the State of Florida as follows:

ARTICLE I
Name and Address

The name of this Corporation is: RWM PINESTONE, INC. The mailing and street address of the Corporation is: 435-10th Avenue West, Palmetto, Florida 34221.

ARTICLE II
Term of Existence

This Corporation shall have perpetual existence, commencing upon the date of filing of these Articles with the Florida Department of State.

ARTICLE III
Purpose

This Corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV
Powers

The Corporation shall have the power:

- (a) To have perpetual succession by its corporate name.
- (b) To sue and be sued, complain, and defend in its corporate name in all actions or proceedings.
- (c) To have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced.
- (d) To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal in and with real or personal property or any interest therein, wherever situated.
- (e) To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets.
- (f) To lend money to and use its credit to assist its officers and employees to the full extent permitted by law.

(g) To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporations, associations, partnerships or individuals, or direct or indirect obligations of the United States or any other government, state, territory, governmental district, or municipality or of any instrumentality thereof.

(h) To make contracts and guaranties and incur liabilities, borrow money at such rates of interest as the Corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises, and income.

(i) To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested.

(j) To conduct its business, carry on its operations, and have offices and exercise the powers granted by the Florida Business Corporation Act within or without the State of Florida.

(k) To elect or appoint officers and agents of the Corporation and define their duties and fix their compensation.

(l) To make and alter bylaws, not inconsistent with these Articles of Incorporation and the laws of this state, for the administration and regulation of the affairs of the Corporation.

(m) To make donations for the public welfare or for charitable, scientific or educational purposes.

(n) To transact any lawful business which the Board of Directors shall find will be in aid of governmental policy.

(o) To pay pensions and establish and carry out pension plans, profit sharing plans, stock bonus plans, stock option plans, retirement plans, benefit plans and other incentive and compensation plans for any or all of its directors, officers, and employees and for any or all of the directors, officers, and employees of its subsidiaries.

(p) To provide insurance for its benefit on the life of any of its directors, officers, or employees, or on the life of any shareholder for the purpose of acquiring at his death shares of its stock owned by the shareholder or by the spouse or children of the shareholder.

(q) To be a promoter, incorporator, general partner, limited partner, member, associate, or manager of any corporation,

partnership, limited partnership, joint venture, trust, or other enterprise.

(r) To have and exercise all powers necessary or convenient to effect its purposes.

ARTICLE V
Capital Stock

This Corporation is authorized to issue 10,000 shares of \$.01 par value common stock, which shall be designated Common Shares.

ARTICLE VI
Initial Registered Office and Agent

The street address of the initial registered office of this Corporation is 201 N. Franklin Street, Suite 2100, Tampa, Florida 33602, and the name of its initial registered agent at such address is Steven M. Samaha.

ARTICLE VII
Initial Board of Directors

This Corporation shall have one (1) Director initially. The number of Directors may be either increased or diminished from time to time by the Bylaws, but shall never be less than one (1). The name and address of the initial Director of this Corporation are:

<u>Name</u>	<u>Address</u>
Reed W. Mapes	435-10th Avenue West Palmetto, Florida 34221

ARTICLE VIII
Incorporator

The name and address of the person signing these Articles are:

<u>Name</u>	<u>Address</u>
Steven M. Samaha	201 N. Franklin Street Suite 2100 Tampa, Florida 33602


ARTICLE IX
Bylaws

The power to adopt, alter, amend or repeal Bylaws shall be vested in the stockholders of this Corporation.

ARTICLE X
Amendment

These Articles of Incorporation may be amended in the manner provided by law.

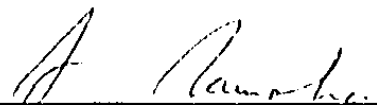
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation, this 2nd day of February, 1995.



Steven M. Samaha

ACCEPTANCE BY REGISTERED AGENT

Having been named Registered Agent and designated to accept service of process for the within-named Corporation, at the place designated herein, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.



Steven M. Samaha

Dated: February 2, 1995

255312

FILED
95 FEB -3 PM 1:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

100002289091--6
-09/10/97--01011--039
*****35.00 *****35.00

Name Change
Amend

FILED

97 SEP 18 PM 2:15

SECRET
TALLAHASSEE, FLORIDA
AIR

Art of Inc. File _____

LTD Partnership File _____

Foreign Corp. File _____

L.C. File _____

Fictitious Name File _____

Trade/Service Mark _____

Merger File _____

✓ Art. of Amend. File _____

RA Resignation _____

Dissolution / Withdrawal _____

Annual Report / Reinstatement _____

Cert. Copy _____

✓ Photo Copy _____

Certificate of Good Standing _____

Certificate of Status _____

Certificate of Fictitious Name _____

Corp Record Search _____

38, Officer Search _____

672 Fictitious Search _____

Fictitious Owner Search _____

Vehicle Search _____

Driving Record _____

UCC 1 or 3 File _____

UCC 11 Search _____

UCC 11 Retrieval _____

Courier _____

DIVISION OF CORPORATIONS

97 SEP 10 AM 10:25

RECEIVED

RECEIVED
97 SEP 10 AM 10:25
DIVISION OF CORPORATIONS

Don
9/18/97
Don
Don
Don
Don

✓ 00789, 02544, 02388, 00672

Signature

Requested by: C-80 910 957

Name	Date	Time
------	------	------

Walk-In _____ Will Pick Up _____



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

September 10, 1997

Capital Connection, Inc.
417 E. Virginia St.
Suite 1
Tallahassee, FL 32302

SUBJECT: RWM PINESTONE, INC.
Ref. Number: P95000009298

We have received your document for RWM PINESTONE, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

If the document was approved by a majority vote of the shareholders, it should also contain a statement that the number of votes cast by the shareholders was sufficient for approval.

If you have any questions concerning the filing of your document, please call (850) 487-6907.

Annette Hogan
Corporate Specialist

Letter Number: 597A00045091

DIVISION OF CORPORATIONS

97 SEP 18 AM 9:40

RECEIVED

Corrected

AFFIDAVIT

STATE OF FLORIDA
COUNTY OF MANATEE

REED W. MAPES, being first duly sworn on oath, deposes and states as follows:

1. That he has personal knowledge of all that which hereafter appears and that the same is true in substance and in fact.
2. Affiant served as President of Southern Comfort Development Company, a dissolved Florida corporation.
3. Affiant has caused Southern Comfort Development Company to be dissolved on the 10th day of September, 1997.
4. Affiant was the sole and only shareholder and director of Southern Comfort Development Company.
5. Southern Comfort Development Company has relinquished and assigned all its right, title and interest in and to its name, Southern Comfort Development Company, and any variation thereof, unto RWM Pinestone, Inc. as disclosed on the Assignment attached hereto as Exhibit A.

FURTHER, AFFIANT SAYETH NOT.

SOUTHERN COMFORT DEVELOPMENT
COMPANY, a dissolved Florida Corporation

BY: _____

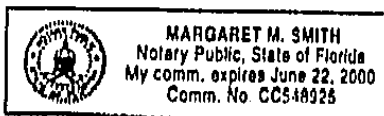
REED W. MAPES, PRESIDENT

REED W. MAPES, DIRECTOR/SHAREHOLDER

STATE OF FLORIDA
COUNTY OF MANATEE

The foregoing instrument was acknowledged before me this 17th day of September, 1997, by REED W. MAPES, PRESIDENT of SOUTHERN COMFORT DEVELOPMENT COMPANY, on behalf of said corporation.

Margaret M. Smith
(Signature of Notary Public)



Name of Notary Typed, Printed or Stamped

My Commission Expires:

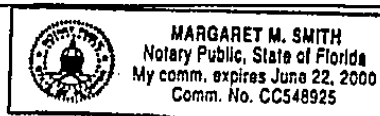
STATE OF FLORIDA
COUNTY OF MANATEE

The foregoing instrument was acknowledged before me this 17th day of September, 1997, by REED W. MAPES, as Director and Shareholder of SOUTHERN COMFORT DEVELOPMENT COMPANY, who is personally known to me.

Margaret M. Smith
(Signature of Notary Public)

Name of Notary Typed, Printed or Stamped

My Commission Expires:



ASSIGNMENT OF NAME

SOUTHERN COMFORT DEVELOPMENT COMPANY joined by its sole Shareholder and Director, REED W. MAPES, executes this Assignment this ____ day of September, 1997, and hereby assigns, conveys and grants unto RWM PINESTONE, INC., all rights, title and interest of the undersigned in and to the name "SOUTHERN COMFORT DEVELOPMENT COMPANY", and all variations thereof, and agrees that RWM PINESTONE, INC., owns and has full use and possession of the same and all rights thereto. Specifically, the undersigned agrees that RWM PINESTONE, INC. may change its name to SOUTHERN COMFORT DEVELOPMENT COMPANY, or may create a new corporation by that name in which RWM PINESTONE, INC. is the shareholder. By execution hereof, the undersigned shall have no further right of ownership or use of the aforesaid name.

SOUTHERN COMFORT DEVELOPMENT
COMPANY, a dissolved Florida Corporation

BY: _____

REED W. MAPES, PRESIDENT

REED W. MAPES, Individually

EXHIBIT "A"

AMENDMENT TO THE ARTICLES OF INCORPORATION OF
RWM PINESTONE, INC.

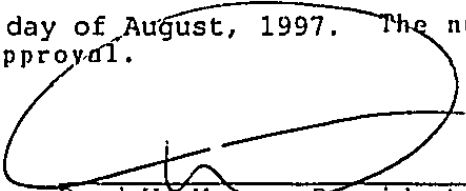
The undersigned President and Secretary of RWM PINESTONE
INC., a Florida corporation, organized under the laws of the State
of Florida, hereby certify:

1. That the name of the corporation is RWM PINESTONE, INC.
2. The Articles Of Incorporation of said corporation are amended as follows:

"a. The name of the corporation is hereby changed to "SOUTHERN COMFORT DEVELOPMENT COMPANY, INC.," and that the previous name of the corporation shall be deleted from the Articles of Incorporation in each and every place where it appears and the new name substituted in place thereof. Said name change shall take effect immediately upon the filing of this Amendment to the Articles of Incorporation."

3. In all other respects the Articles of Incorporation are ratified, reaffirmed and remain unchanged.

4. The above Amendment to the Articles of Incorporation of RWM PINESTONE, INC. was adopted by the Shareholders of the Corporation, by written consent of a majority of Shareholders entitled to vote thereon, pursuant to Florida Statute Section 607.0704 (1995) on the 15th day of August, 1997. The number of votes cast were sufficient for approval.


Reed W. Mapes, President

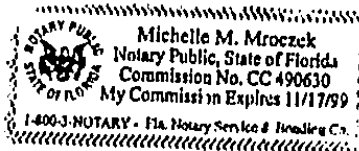
(CORPORATE SEAL)



Reed W. Mapes, Secretary

STATE OF FLORIDA
COUNTY OF MANATEE

I HEREBY CERTIFY, that on this day, before me, an officer authorized in the State and County last aforesaid to take acknowledgments, personally appeared REED W. MAPES, to me well known and known to be the President and Secretary of RWM PINESTONE, INC., a Florida corporation, and that he acknowledged executing the same under authority duly vested in him by said corporation, and that the corporate seal affixed thereto is the true corporate seal of said corporation.

Witness my hand and official seal at Bradenton, Manatee County, Florida, this 15th day of September, 1997.





Notary Public
Michelle Mroczek

Print Name
My Commission Expires: _____

H:\mm\misc\mapes corporate\name change