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MACFARLANE AUSLEY FERGUSON & MCMULLEN

September 19, 1995

Tallahassee

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32301

HAND DELIVERY

Dear Sir or Madam:

Enclosed for filing are the original and one copy of Articles of Incorporation for **LLW Building Corporation** and Willis Timber Corporation. Also enclosed for filing are the Certificate of Limited Partnership and the Affidavit of Capital Contributions for The Willis Family Limited Partnership.

Once both corporations have been incorporated, as requested, and The Willis Family Partnership has been formed, as requested, please file the following additional documents: the Certificate of Limited Partnership and the Affidavit of Capital Contributions for The LLW Building Limited Partnership and for The Willis Timber Limited Partnership.

I am enclosing our check for $140.00 to cover the filing fees for the two corporations, and our check for $5,355.00 to cover the filing fees for the three limited partnerships. Please date stamp the copies of the Articles of Incorporation for the two corporations and the copies of the Certificate and Affidavit for the three partnerships. The stamped copies will be picked-up by our messenger once the original documents have been filed.

Sincerely,

Carla A. Green

Call when Ready

Enclosures

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ARTICLES OF INCORPORATION OF

LLW BUILDING CORPORATION

The undersigned Incorporator hereby files these Articles of Incorporation in order to form a corporation under the laws of the State of Florida.

ARTICLE I.
Name and Principal Office

The name of this Corporation shall be LLW Building Corporation The principal place of business and mailing address of this Corporation shall be 411 Plantation Road, Tallahassee, Florida 32303.

ARTICLE II.
Nature of Business

The Corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE III.
Stock

The authorized capital stock of this Corporation shall consist of 1,000 shares of voting Common Stock with a par value of One Dollar ($1.00) per share. The stock of the Corporation shall be issued for such consideration as may be determined by the Board of Directors, but not less than par value. Each issued and outstanding share of voting Common Stock shall be entitled to one vote on each matter submitted to a vote at a meeting of the Shareholders of the

Corporation. Shareholders may enter into agreements with the Corporation or with each other to control or restrict the transfer of stock and such agreements may take the form of options, rights of first refusal, buy and sell agreements or any other lawful form of agreements.

ARTICLE IV.
Powers

This Corporation shall have all the corporate powers enumerated in the Florida Business Corporation Act.

ARTICLE V.
Incorporator

The name and street address of the Incorporator of this Corporation are as follows:

Helen A. Willis
1504 Hickory Avenue
Tallahassee, Florida 32303

ARTICLE VI.
Term of Corporate Existence

This Corporation shall exist perpetually unless dissolved according to law.

ARTICLE VII.
Address of Registered Office and Registered Agent

The street address of the initial Registered Office of this Corporation in the State of Florida shall be 411 Plantation Road, Tallahassee, Florida 32303. The name of the initial Registered

Agent of the Corporation at the above address shall be Lee L. Willis. The Board of Directors may from time to time change the Registered Office to any other address in the State of Florida or change the Registered Agent.

ARTICLE VIII.
Number of Directors

This Corporation shall have one director. The number of directors may be increased or decreased from time to time in accordance with the By-Laws adopted by the shareholders.

ARTICLE IX.
Initial Board of Directors

The names and street addresses of the members of the initial Board of Directors of this Corporation who shall hold office until the first annual meeting of the shareholders, and thereafter until their successors are elected, are as follows:

Lee L. Willis
411 Plantation Road
Tallahassee, Florida 32303

ARTICLE X.
Officers

The Corporation shall have a President, a Secretary and a Treasurer and may have additional and assistant officers including, without limitation thereto, one or more Vice Presidents, Assistant Secretaries and Assistant Treasurers. A person may hold more than one office. The names and addresses of the initial officers are as follows:

Lee L. Willis 411 Plantation Road Tallahassee, Florida 32303	President, Secretary, and Treasurer

ARTICLE XI.
Transactions In Which Directors
Or Officers Are Interested

(a) No contract or other transaction between the Corporation and one or more of its directors or officers, or between the Corporation and any other corporation, firm, or entity in which one or more of the Corporation's directors or officers are directors or officers, or have a financial interest, shall be void or voidable solely because of such relationship or interest, or solely because such director or directors or officer or officers is present at or participates in the meeting of the Board of Directors or a committee thereof which authorizes, approves or ratifies such contract or transaction, or solely because his or their votes are counted for such purpose, if:

(1) The fact of such relationship or interest is disclosed or known to the Board of Directors or the committee which authorizes, approves or ratifies the contract or transaction by a vote or consent sufficient for the purpose without counting the votes or consents of such interested director or directors; or

(2) The fact of such relationship or interest is disclosed or known to the shareholders entitled to vote thereon,

as they authorize, approve, or ratify such contract or transaction by vote or written consent; or

(3) The contract or transaction is fair and reasonable as to the Corporation at the time it is authorized by the Board of Directors, a committee thereof, or the shareholders.

(b) Common or interested directors may be counted in determining the presence of a quorum at a meeting of the Board of Directors or of a committee thereof which authorizes, approves, or ratifies such contract or transaction.

ARTICLE XII.
Indemnification of Directors and Officers

(a) The Corporation hereby indemnifies any director or officer made a party or threatened to be made a party to any threatened, pending or completed action, suit or proceeding:

(1) Whether civil, criminal, administrative, or investigative, other than an action, suit or proceeding by or in the right of the Corporation to procure a judgment in its favor, brought to impose a liability or penalty on such person for an act alleged to have been committed by such person in his capacity as director, officer, employee or agent of the Corporation or in his capacity as director, officer, employee or agent of any other corporation, partnership, joint venture, trust or other enterprise which he served at the request of the Corporation, against judgments, fines, amounts paid in settlement and expenses, including attorneys' fees, actually and reasonably incurred as a result of such action, suit

or proceeding or any appeal thereof, if such person acted in good faith in the reasonable belief that such action was in or not opposed to the best interests of the Corporation, and in criminal actions or proceedings, without reasonable ground for belief that such action was unlawful. The termination of any such action, suit or proceeding by judgment, order, settlement, conviction or upon a plea of nolo contendere or its equivalent shall not in itself create a presumption that any such director or officer did not act in good faith in the reasonable belief that such action was in or not opposed to the best interests of the Corporation or that he had reasonable grounds for belief that such action was unlawful.

(2) By or in the right of the Corporation to procure a judgment in its favor by reason of such person's being or having been a director, officer, employee, or agent of the Corporation, or by reason of such person's serving or having served at the request of the Corporation as a director, officer, employee or agent of any other corporation, partnership, joint venture, trust or other enterprise, against any expenses, including attorneys' fees, actually and reasonably incurred by him in connection with the defense or settlement of such action or suit, including any appeal thereof, if such person acted in good faith in the reasonable belief that such action was in or not opposed to the best interests of the Corporation, except that such person shall not be entitled to indemnification in relation to matters as to which such person has been adjudged to have been guilty of gross negligence or

willful misconduct in the performance of his duties to the Corporation.

(b) Any indemnification under Paragraph (a) shall be made by the Corporation only as authorized in the specific case upon a determination that amounts for which a director or officer seeks indemnification were properly incurred and that such director or officer acted in good faith and in a manner he reasonably believed to be in or not opposed to the best interests of the Corporation, and that, with respect to any criminal action or proceeding, he had no reasonable ground for belief that such action was unlawful. Such determination shall be made either (1) by the Board of Directors by a majority vote of a quorum consisting of directors who were not parties to such action, suit or proceeding, or if a quorum of disinterested directors so directs, by independent legal counsel in a written opinion; or (2) if such quorum is not obtainable by the shareholders by a majority vote of a quorum consisting of shareholders who were not parties to such action, suit or proceeding; or (3) if such quorum is not obtainable by either the Board of Directors or shareholders, by independent legal counsel in a written opinion. In the event such determination is made by independent legal counsel, the written opinion of counsel shall be submitted to the Board of Directors and be incorporated into the minutes prior to the indemnification.

(c) The Corporation shall be entitled to assume the defense of any person seeking indemnification pursuant to the provisions of Subparagraph (a)(1) above upon a preliminary determination by the Board of Directors that such person has met the applicable [illegible] set forth in Subparagraph (a) or (b) above, and upon receipt of an undertaking by such person to repay all amounts expended by the Corporation in such defense, unless it shall ultimately be determined that such person is entitled to be indemnified by the Corporation as authorized in this paragraph. If the Corporation elects to assume the defense, such defense shall be conducted by counsel chosen by it and not objected to in writing for valid reasons by such person. In the event that the Corporation elects to assume the defense of any such person and retain such counsel, such person shall bear the fees and expenses of any additional counsel retained by him, unless there are conflicting interests as between the Corporation and such person, or conflicting interests between or among such person and other parties represented in the same action, suit or proceeding by such counsel retained by the Corporation, that are, for valid reasons, objected to in writing by such person, in which case the reasonable expenses of such additional representation shall be within the scope of the indemnification intended if such person is ultimately determined to be entitled thereto as authorized in this Paragraph.

(d) The foregoing rights of indemnification shall not be deemed to limit in any way the power of the Corporation to indemnify under any applicable law.

ARTICLE XIII.
Amendment

These Articles of Incorporation may be amended in any manner now or hereafter provided for by law and all rights conferred upon shareholders hereunder are granted subject to this reservation.

IN WITNESS WHEREOF, the undersigned, being the original subscribing Incorporator to the foregoing Articles of Incorporation, has executed these Articles of Incorporation this 15th day of September, 1995.

Helen A. Willis

Helen A. Willis

STATE OF FLORIDA
COUNTY OF LEON

I HEREBY CERTIFY that on this day personally appeared before me, the undersigned authority, Helen A. Willis, who:

(X) is personally known to me

( ) produced a current Florida driver's license as identification

( ) produced ______ ______________________ as identification

and who executed the foregoing instrument and acknowledged before me that she executed the same freely and voluntarily for the uses and purposes therein set forth and expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal on this 15th day of September, 1995.

David J. Hull

Signature of person taking acknowledgement

Notary Stamp/Seal:

DAVID J. HULL
MY COMMISSION # CC 303110
EXPIRES: July 28, 1997
Bonded Thru Notary Public Underwriters

**CERTIFICATE DESIGNATING REGISTERED AGENT
AND REGISTERED OFFICE**

In compliance with Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

LLW Building Corporation, desiring to organize as a corporation under the laws of the State of Florida, has designated 411 Plantation Road, Tallahassee, Florida, as its initial Registered Office, and has named Lee L. Willis located at said address as its initial Registered Agent.

President

Date: 9/15/95

Having been named registered agent and to accept service of process for the above-stated corporation at the place designated in this certificate, the undersigned hereby accepts said appointment and agrees to act in this capacity. The undersigned further agrees to comply with the provisiors of all statutes relating to the proper and complete performance of his duties and is familiar with and accepts the obligations of his position as registered agent.

Lee L. Willis
Registered Agent

Date: 9/15/95

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