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HECRETARY OF STATE

5 JUN 13 AM 9: 05

Amended & Restated

T BROWN JUN 1 4 2005

MERRILL LAND COMPANY

P.O. Box 710 Pensacola, FL 32591-0710

850.438.0955

850.438.2620 (Facsimile)

May 24, 2005

Department of State Division of Corporations 409 E. Gaines Street Tallahassee, FL 32399

Re:

Document:

Amended and Restated Articles of Incorporation

Company:

Merrill Land Co.

Document No:

P95000094568

Dear Sir or Madam:

Enclosed is an original and one copy of the Amended and Restated Articles of Incorporation for Merrill Land Co. Also enclosed is a check for \$87.50, for the filing fee, a certificate of status and a certified copy. Please return the documents to me at the address above.

Thank you and please contact me with any questions.

Sincérely,

Lawrence C. Schill Attorney at Law



June 2, 2005

LAWRENCE C. SCHILL MERRILL LAND COMPANY P.O. BOX 710 PENSACOLA, FL 32591-0710

SUBJECT: MERRILL LAND COMPANY

Ref. Number: P95000094568

We have received your document for MERRILL LAND COMPANY and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The current name of the entity is as referenced above. Please correct your document accordingly.

A certificate must accompany the Restated Articles of Incorporation setting forth either of the following statements: (1) The restatement was adopted by the board of directors and does not contain any amendment requiring shareholder approval. OR (2) If the restatement contains an amendment requiring shareholder approval, the date of adoption of the amendment and a statement setting forth the following: (a) the number of votes cast for the amendment by the shareholders was sufficient for approval (b) If more than one voting group was entitled to vote on the amendment, a statement designating each voting group entitled to vote separately on the amendment and a statement that the number of votes cast for the amendment by the shareholders in each voting group was sufficient for approval by that voting group.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6869.

Letter Number: 805A00039217

Teresa Brown
Document Specialist

MERRILL LAND COMPANY

P.O. Box 710 Pensacola, FL 32591-0710

850.438.0955 __

850.438.2620 (Facsimile)

June 7, 2005

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

Re:

Document:

Amended and Restated Articles of Incorporation

Company:

Merrili Land Company

Document No:

P95000094568 805A00039217

Letter No:

Dear Sir or Madam:

Enclosed is (i) the State's letter dated June 2, 2005, regarding the initial filing of the Amended and Restated Articles of Incorporation for Merrill Land Company; (ii) an original and one copy of the Articles with the correction to the company name; and (iii) the original certificate required by Section 607.1007, F.S. (2004).

Thank you for your assistance and please contact me with any questions.

Lawrence C. Schill Attorney at Law

AMENDED AND RESTATED ARTICLES OF INCORPORATION FOR MERRILL LAND COMPANY

ARTICLE I - NAME

The name of the corporation shall be: Merrill Land Company.

ARTICLE II - ADDRESS

The principal place of business and mailing address shall be 226 S. Palafox Place, 6th Floor, Pensacola, Florida 32502.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of purchasing and developing real estate, and to perform such other legal acts under Florida law.

ARTICLE IV - SHARES

The number of shares of stock is One Hundred (100). There shall be only one class of stock.

ARTICLE V - OFFICERS AND DIRECTORS

The officers and directors are as follows:

J. Collier Merrill

Director/Vice President

Director/President

Burney H. Merrill

Director/Vice President/Secretary/Treasurer

Willis C. Merrill, III

ARTICLE VI - REGISTERED AGENT

The registered agent is Lawrence C. Schill. The Florida street address for the registered agent is 226 S. Palafox Place, 6th Floor, Pensacola, Florida 32502.

ARTICLE VI - INCORPORATOR(S)

J. Collier Merrill, c/o 226 S. Palafox Place, 6 TH Floor, Pensacola, Florida 32502
Willis C. Merrill, III, c/o 226 S. Palafox Place, 6 TH Floor, Pensacola, Florida 32502
Burney H. Merrill, c/o 226 S. Palafox Place, 6 TH Floor, Pensacola, Florida 32502

J. Collier Merrill

Date: 5/26/05

Burney H. Merrill

Date: 5/26/05

Willis C. Merrill, III

Date: 5/24/85

ACCEPTANCE BY REGISTERED AGENT

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

Lawrence C. Schill

Date

CERTIFICATE REGARDING AMENDED AND RESTATED ARTICLES OF INCORPORATION FOR MERRILL LAND COMPANY

On May 26, 2005, the sole shareholders, officers and directors executed a set of Restated

and Amended Articles of Incorporation.

The Restated and Amended Articles of Incorporation do not contain an amendment

requiring shareholder approval.

The Restated and Amended Articles of Incorporation have been duly adopted by the

members of the Board of Directors of Merrill Land Company.

This Certificate is given pursuant to Section 607.1007, F.S. (2004) and, pursuant to

Section 607.0120 F.S. (2004), is executed by Willis C. Merrill, III, in his capacity as Vice

President.

- Date: June 7th, 2005