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SPOTTSWOOD, SPOTTSWOOD AND SPOTTSWOOD
ATTORNEYS AND COUNSELORS AT LAW
800 FLEMING SYNNY
POST OFFICE BOX 1880
KEY WEST, FLORIDA 33941-1880

JOHN M. SPOTTSWOOD, JR.
WILLIAM B. SPOTTSWOOD

July 9, 1996

OF COUNSEL:
JOHN M. SPOTTSWOOD (1925-1978)

TELEPHONE
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Division of Corporations
Secretary of State
409 E. Gaines Street
Tallahassee, FL 32301

400001889544
-07/10/96--01049--009
***122.50 ***122.50

Re: Manley-deBoer Lumber Company

Dear Sir:

Enclosed you will find the original and one copy of the Articles of Incorporation on the above referenced for filing with your office. I have also enclosed my check in the amount of \$122.50 as payment for the filing fee and a certified copy of the Articles. If I can be of any further assistance to you concerning this matter, please call me or my secretary, Robin Gedmin.

Thanking you for your assistance with this matter, I am,

Sincerely,

JOHN M. SPOTTSWOOD, JR.

/rrg

Enclosures

Federal Express

FILED
96 JUL 10 AM 8:49
SECRETARY OF STATE
TALLAHASSEE FLORIDA

687/11/96

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95 JUL 10 AM 8:49

SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION

- FIRST: The name of this corporation is: Manley-deboer Lumber Company.
- SECOND: This corporation is organized for the purpose of transacting any and all lawful business for which the corporation may be formed under Chapter 607 of the Florida Statutes.
- THIRD: This corporation is authorized to issue 1,000 shares of common stock, par value \$1.00 per share.
- FOURTH: The name and address of the initial registered agent of this corporation is: Erik deBoer, 108 Front Street, Key West, FL 33040.
- FIFTH: The names and addresses of the initial directors are: Richard L. Manley, 1701 Bahama Drive, Key West, FL and Erik deBoer, whose address is 108 Front Street, Key West, FL 33040. The number of directors may be increased or decreased from time to time as provided in the By-laws but shall never be less than one.
- SIXTH: The names and addresses of the incorporators of this corporation are: Richard L. Manley, 1701 Bahama Drive, Key West, FL 33040, and Erik deBoer, 108 Front Street, Key West, FL 33040.
- SEVENTH: This corporation shall indemnify its officers, directors, employees and agent to the full extent permitted by law.
- EIGHTH: This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or in any amendment hereto, and any right conferred upon the shareholder is subject to this reservation.
- NINTH: The address of the corporation is 611 Eaton Street, Key West, FL 33040.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 7th day of July, 1996.

Incorporator:

Richard L. Manley
Richard L. Manley

Erik deBoer
Erik deBoer

STATE OF FLORIDA

COUNTY OF MONROE

The foregoing instrument was acknowledged before me this 7th day of July, 1996, by Richard L. Manley and Erik deBoer, who are personally known to me.



NORMAN R. GEDMAN
MY COMMISSION # 00439007 EXPIRES
April 1, 1998
BONDED THROUGH FARM INSURANCE, INC.

Norman R. Gedman
NOTARY PUBLIC

NORMAN R. GEDMAN

Printed Name of Notary Public

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned hereby accepts the appoint as registered agent contained in the foregoing Articles of Incorporation.

Erik deBoer
Erik deBoer

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA