

09600007/20/

Walter M. Rountree
2498 Sandridge Road
Green Cove Springs, FL 3204

July 31, 1996

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

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-08/08/96--01000--007
***122.50 ***122.50

RE: ROUNTREE CONSTRUCTION COMPANY, INC.

Dear Sir:

Enclosed please find the original and one copy of the Articles of Incorporation of Rountree Construction Company, Inc. Also enclosed is my Check in the sum of \$122.50 as and for your filing fee. I would appreciate your forwarding a copy of the Articles of Incorporation to my attention once they have been filed.

Your assistance is appreciated.

Sincerely,


Walter M. Rountree

W.M.R. 10/10/96
J.R. 10/10/96
JP

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 12, 1996

WALTER M. ROUNTREE
2498 SANDRIDGE ROAD
GREEN COVE SPRINGS, FL 32043

SUBJECT: ROUNTREE CONSTRUCTION COMPANY, INC.
Ref. Number: W96000016744

We have received your document for ROUNTREE CONSTRUCTION COMPANY, INC. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(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 an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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 (904) 487-6878.

Terri Buckley
Corporate Specialist

Letter Number: 796A00038211

ARTICLES OF INCORPORATION
OF
ROUNTREE CONSTRUCTION COMPANY
OF NORTH FLORIDA, INC.

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation for profit, under the laws of the State of Florida.

ARTICLE I.

The name of this Corporation is ROUNTREE CONSTRUCTION COMPANY OF NORTH FLORIDA, INC.

ARTICLE II. NATURE OF BUSINESS.

The general character, purpose, and nature of business to be transacted by this Corporation is: general contracting; development; construction management, including residential, commercial and industrial facilities, and any other business activities pursuant to the laws of the State of Florida.

ARTICLE III. CAPITOL STOCK.

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any time is ten thousand (10,000) shares of common stock, each share having a par value of \$1.00. Said authorized shares may be divided into voting and non-voting shares before issuance by action of the shareholders; provided, however, that in the event of such designation, if specifically made by the shareholders, said stock shall be deemed voting.

ARTICLE IV. INITIAL CAPITAL.

The amount of capital with which this corporation shall begin business is \$1,000.00.

ARTICLE V. TERM OF EXISTENCE.

This Corporation shall have perpetual existence.

ARTICLE VI. ADDRESS

The initial street address of the principal office of this Corporation is to be at 2498 Sandridge Road, Green Cove Springs, Florida 32043.

ARTICLE VII. RESIDENT AGENT.

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in Compliance with said Act:

That ROUNTREE CONSTRUCTION COMPANY OF NORTH FLORIDA, INC., desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at 2498 Sandridge Road, Green Cove Springs, Florida 32043, has named WALTER M. ROUNTREE as agent to accept service of process within the state at the address of 2498 Sandridge Road, Green Cove Springs, Florida 32043.

ACKNOWLEDGMENT

Having been named to accept service of process for ROUNTREE CONSTRUCTION COMPANY OF NORTH FLORIDA, INC., at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said act relative to keeping open said office.


RESIDENT AGENT: WALTER M. ROUNTREE

ARTICLE VIII.

The affairs of the Corporation shall be managed by its shareholders, rather than a Board of Directors.

ARTICLE IX. OFFICERS.

The initial officers of ROUNTREE CONSTRUCTION COMPANY OF NORTH FLORIDA, INC., who shall serve until their successors are elected are as follows:

Walter M. Rountree	President
2498 Sandridge Road	
Green Cove Springs, FL 32043	

Walter H. Rountree	Vice-President
4179 Mustang Road	
Middleburg, FL 32068	

Linda D. Rountree	Secretary/Treasurer
2498 Sandridge Road	
Green Cove Springs, FL 32043	

ARTICLE X. SUBSCRIBER.

The name and street address of the subscriber to these Articles of Incorporation is Walter M. Rountree, 2498 Sandridge Road, Green Cove Springs, FL 32043.

ARTICLE XI. EFFECTIVE DATE.

These Articles of Incorporation shall be effective on the date they are received.

ARTICLE XII. AMENDMENT.

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the stockholders at a stockholder's meeting by a majority of the stockholders entitled to vote thereon, manifesting their intention that a certain amendment to these Articles be made.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 20th day of August, 1996.


WALTER M. ROUNTREE

State of Florida
County of Clay

Before me, the undersigned notary public, personally appeared, WALTER M. ROUNTREE, to me well known to be the individual described in and first being duly sworn, executed the foregoing Articles of Incorporation and acknowledged before me that he executed the same for the purposes therein expressed. I relied upon the following form of identification: Florida Drivers License.

WITNESS MY HAND AND SEAL in the county and state above named this 20th day of August, 1996.

Pamela J. Wilson
NOTARY PUBLIC
My Commission Expires:



CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: ROUNTREE CONSTRUCTION COMPANY, INC. ^{OF NORTH FLORIDA}

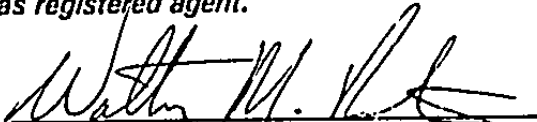
2. The name and address of the registered agent and office is:

WALTER M. ROUNTREE
(Name)

2498 Sandridge Road
(P.O. Box not acceptable)

Green Cove Springs, FL 32043
(City/State/Zip)

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


(Signature)

8/1/96

(Date)