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LAW OFFICES OF
JAMES G. ETHEREDGE

FILED

96 OCT 28 PM 2:31

CHARTERED

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JAMES ETHEREDGE
BOARD CERTIFIED
CIVIL TRIAL LAWYER

226 TROY STREET, N.E.
FORT WALTON BEACH, FL 32548

DIANA L. DIXON
ATTORNEY-AT-LAW

TELEPHONE (904) 244-0178
FAX (904) 244-3134

October 24, 1996

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*****70.00 *****70.00

Secretary of State
Florida Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

Re: Filing Articles of Incorporation for
Destin Lumber & Millwork, Inc.

Gentlemen:

Enclosed is a check in the amount of \$70.00 along with the original
and one copy of Articles of Incorporation.

Please file the original articles and forward a stamped copy to the
undersigned.

Your assistance is greatly appreciated.

Sincerely,

Carol Scott

Carol Scott, Secretary to
JAMES G. ETHEREDGE

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Enclosures

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10-31-96

ARTICLES OF INCORPORATION
OF
DESTIN LUMBER & MILLWORK, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I
NAME

The name of the corporation shall be DESTIN LUMBER & MILLWORK, INC.

ARTICLE II
PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation is 249 Lynn Drive, Santa Rosa Beach, Florida, Walton County, Florida, 32459.

ARTICLE III
CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is Seven Thousand Five Hundred (7,500) shares of One Dollar (\$1.00) par value stock.

ARTICLE IV
DURATION

This corporation shall exist perpetually and shall commence corporate existence on the date of the filing of these Articles of Incorporation with the Florida Department of State.

ARTICLE V
PURPOSES OF CORPORATION

This corporation is organized for the purpose of operating a lumber and millwork distribution, supply, and any or all lawful business not inconsistent with the laws of the State of Florida.

ARTICLE VI
PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class, or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as may nearly be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII
INITIAL REGISTERED AGENT AND OFFICE

The street address of the initial registered office of this corporation is 226 Troy Street, N.E., Okaloosa County, Ft. Walton Beach, Florida 32548, and the initial registered agent of this corporation at that address is James G. Etheredge.

ARTICLE VIII
INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the by-laws but shall never be less than one. The name and address of the initial director of this corporation is:

James G. Etheredge	226 Troy Street, N.E. Ft. Walton Beach, FL 32548
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ARTICLE IX
INCORPORATOR

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

James G. Etheredge	226 Troy Street, N.E. Ft. Walton Beach, FL 32548
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ARTICLE X
BY-LAWS

The power to adopt, alter, amend, or repeal by-laws shall be vested in the Board of Directors and the Shareholders.

ARTICLE XI

It is the intent of this charter that the Director may sell the capital stock of this corporation in accordance with the conditions of Sections 1242-1244, inclusive of the Internal Revenue Code.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 24th day of October, 1996.



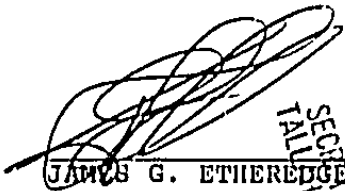
JAMES G. ETHEREDGE

DESIGNATION AND ACCEPTANCE
OF REGISTERED AGENT

1. The name of the corporation is DESTIN LUMBER & MILLWORK, INC.
2. The name of the registered agent is JAMES G. ETHEREDGE.
3. The address of the registered agent/registered office is 224 Troy Street, N.E., Okaloosa County, Ft. Walton Beach, Florida.

Having been named as registered agent and designated to accept service of process for the above corporation, 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.


JAMES G. ETHEREDGE
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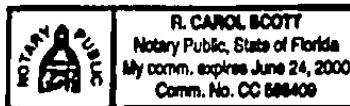
STATE OF FLORIDA
COUNTY OF OKALOOSA

BEFORE ME personally appeared James G. Etheredge to me well known and known to me to be the person described in and who executed the foregoing instrument, and acknowledged to and before me that he executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal, this 24th day of October, 1996.



R. CAROL SCOTT
NOTARY PUBLIC
My Commission Expires:



These Articles prepared by Law Offices of James G. Etheredge, 226 Troy St., NE.
Ft. Walton Bch., FL 32548.