Berry & Greusel

Jamie B. Greusel Licensed in FL and NJ

Russell S. Sharbaugh, Jr. Licensed in FL and NJ

1104 North Collier Boulevard • Marco Island, Florida 34145 Phone 941/394-8111 Fax 941/394-0549

November 6, 1996 01082--001 \*\*\*\*122.50 \*\*\*\*122.50

State of Florida Division of State Corporate Division P.O. Box 6327 Tallahassee, Fl 32314

Re: Stillwater Land & Lumber, Inc.

Gentlemen/Ladies:

Enclosed are two copies of the Articles of Incorporation for the corporation referenced above, along with a check in the amount of \$122.50 made payable to the Secretary of State.

Kindly file the original in your office and return a certified copy to our office.

Sincerely,

JBG/mh Enclosures

# ARTICLES OF INCORPORATION OF

STILLWATER LAND & LUMBER, INC.

#### I. NAME

The name of the corporation is STILLWATER LAND & LUMBER, INC.

### II. TERM OF EXISTENCE

This corporation shall have perpetual existence.

## III. NATURE OF BUSINESS

This corporation may engage in any activity or business permitted under the laws of the United States and the Laws of the State of Florida.

### IV. CAPITAL STOCK

The maximum number of shares c. stock that this corporation shall be authorized to have outstanding at any one time is One Thousand (1,000) shares of common stock, all shares, having a par value of One Dollar (\$1.00) per share.

# V. PREEMPTIVE RIGHTS

The Stockholders of this corporation shall have preemptive rights as to any officer for the sale of shares of this corporation to third parties or individual shareholders of this corporation.

# VI. INITIAL PRINCIPAL OFFICE

The street address of the initial principal office of this corporation is 1112 1/2 N. Collier Blvd., Marco Island, Florida 34145. The Board of Directors may, from time to time, move the principal office to any other address in Florida.

# VII. INITIAL REGISTERED AGENT

The initial registered agent of the corporation is STEVE MC LAUGHLIN, 1112 1/2 N. Collier Blvd., Marco Island, Florida 34145.

#### VIII. DIRECTORS

This corporation shall have one director initially.

The number of directors, may, from time to time, be increased by By-Laws adopted by the stockholders. The name and address of the first member of the Board of Directors is STEVE MC LAUGHLIN, 1112 1/2 North Collier Boulevard, Marco Island, Florida 34145.

# IX. SUBSCRIBER AND INCORPORATOR

The subscriber and incorporator to these Articles of Incorporation is STEVE MC LAUGHLIN, 1112 1/2 North Collier Boulevard, Marco Island, Florida 34145.

#### X. AMENDMENTS

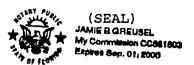
These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholder's meeting by a majority of the stock entitled to vote thereon, unless all the stockholders and all the directors sign a written statement manifesting their intentions that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHERECF, the undersigned incorporator has executed these Articles of Incorporation on the 6th day of Movember, 1996.

STEVE MC LAUGHLIN

COUNTY OF COLLIER STATE OF FLORIDA

The foregoing instrument was acknowledged before me this 6th day of Muche, 1996 by Steve Meaching who is personally known to me or who has produced (type of identification) as identification and who did (did not) take an oath.



Notary Public James & Greuse

My Commission Expires: Commission # CERTIFICATE DESIGNATING REGISTERED AGENT AND PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, AND ACCEPTANCE OF AGENT UPON WHOM PROCESS MAY BE SERVED

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

STILLWATER LAND & LUMBER, INC. desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 1112 1/2 N. Collier Blvd., Marco Island, Florida 34145, has named Jamie B. Greusel, Berry & Greusel, 1104 N. Collier Blvd., Marco Island, Florida 34145 as its agent to accept service of process within Florida.

Date: 1 aunt: 1 6, 1994

STEVE MC LAUGHLIN

Having been named to accept Service of Process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

JAMIE B. GREUSEL

This instrument prepared by:

BERRY & GREUSEL, Attorneys at Law 1104 N. Collier Blvd. Marco Island, Florida 34145 (941) 394-8111