DAVID C. HOLLOMAN
ATTORNBY AT LAW
Ten Bast Dak Street
Post Office Drawer 592
ARCADIA, FLORIDA 34265-0592
PHONE: 1941) 494 0264

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December 4, 1996

Attorneys' Title Insurance Fund, Inc. 660 East Jefferson Street, Suite 200 Tallahassee, Florida 32301

Re: Arcadia Shell Pit, Inc.

900002021209--2 -12/05/96--01081--003 ****122.50 ****122.50

Ladies and Gentlemen:

Please find enclosed original and one copy of Articles of Incorporation of the above-named corporation, together with an original Certificate of Designation of Registered Agent/Registered Office.

Also, please find enclosed my check to Department of State in the amount of \$122.50 for cost of filing fees and certified copy of Articles of Incorporation, my check to you in the amount of \$10.00 for expedited services fee, and a stamped, self-addressed envelope for your convenience in returning the certified copy of the Articles to me.

Very trufy yours.

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kmh

(Enclosures: As stated

ARTICLES OF INCORPORATION

<u>of</u>

ARCADIA SHELL PIT, INC.

The undersigned subscriber to these Articles of Incorporation, being a natural person, competent to contract, hereby desires to form a corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of this corporation is ARCADIA SHELL PIT, INC.

ARTICLE II - ADDRESS

The address of the principal office of this corporation is 198 Nelson Street, Arcadia, FL. 34266, and the mailing address of the corporation is 198 Nelson Street, Arcadia, FL. 34266.

ARTICLE III - PURPOSE FOR WHICH CORPORATION IS ORGANIZED

This corporation is organized for the purpose of excavating and selling shell, and for the purpose of transacting any and all lawful business for which corporations may be incorporated under Section 607 of the Florida Statutes.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to issue at any time is:

100 shares of common stock having a nominal par value of \$5.00 per share.

ARTICLE V - ADDRESS

The street address of the initial registered office of the corporation is 198 Nelson Street, Arcadia, FL. 34266. The name of

the corporation's initial registered agent at this address is ALICE DEDGE, who has signed these Articles of Incorporation. A statement accepting the appointment pursuant to Section 607.0502 is filed herewith.

ARTICLE VI - DIRECTORS

This corporation shall have two directors 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 two. The names and addresses of the initial directors of this corporation are:

NAME

ADDRESS

ALICE DEDGE

198 Nelson Street Arcadia, FL. 34266

JOHN STEYER, JR.

1358 S.E. Highway 31 Arcadia, FL.34266

ARTICLE VII - INCORPORATOR

The name and street address of the incorporator of this corporation is:

NAME

<u>ADDRESS</u>

ALICE DEDGE

198 Nelson Street Arcadia, FL. 34266

ALTCE DEDGE

STATE OF FLORIDA, COUNTY OF DESSOTO.

BEFORE ME, the undersigned authority, personally appeared ALICE DEDGE, to me known to be the person described in and who executed the foregoing Articles of Incorporation, and she acknowledged before me that she executed the same.

WITNESS my hand and offi last aforesaid, this 4th day	cial seal in the State and County of December, 1996.
	Notary Public, State of Florida at Large. Commission expires:
Personally knownOR Productive of identification production	ced identification

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CERTIFICATE OF DESIGNATION OF REGISTERED AGENTYREGISTERED OFFICE

Pursuant to the provisions of section 607.0501 , 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,	1. The name of the corporation is: An	rcadia Shell Pit, Inc.
2.	2. The name and address of the registered a	cent and office is:
		ce Dedge
	(Na	المراشن المراجع
	158	Nelson Street
	(P.O. Box NO	I acceptable)
	Arca	dia, Florida 34266
	(City/St	ete/Zip)
ita 13 YC	Having been named as registered agent and stated comporation at the place designated in this registered agent and agree to act in this provisions of all statutes relating to the proper am familiar with and accept the obligations of	's certificate, I hereby accept the appointment capacity. I further agree to comply with the and complete performance of my duties, and
	SIGNA	ATURE Alle Dedge
		DATE December 4, 1996

REGISTERED AGENT FILING FEE: \$35.00