

P97000050884

PAUL D. NEWELL, P.A.

ATTORNEY AT LAW

260-A LAWRENCE BOULEVARD

P.O. BOX 1369

KEYSTONE HEIGHTS, FLA. 32686-1369

PAUL D. NEWELL

TELEPHONE  
(352) 473-4928  
FACSIMILE  
(352) 473-0358

June 6, 1997

Division of Corporations  
SECRETARY OF STATE  
State of Florida  
The Capitol  
Tallahassee, FL 32304

700002205737--9  
-06/09/97--01085--004  
\*\*\*\*122.50 \*\*\*\*122.50

Re: Wood You Of Cutler Ridge, Inc.

Gentlemen,

Enclosed please find the Articles of Incorporation of Wood You Of Cutler Ridge, Inc.. Please file said Articles and assign a Charter Number accordingly.

I am also enclosing herewith our check in the amount of \$122.50 to cover the filing fees, etc.

Thanking you for your continued assistance, I remain,

Sincerely,

*Marcia L. Hall*

Marcia L. Hall  
Secretary to Paul D. Newell

JUN 10

BSB

STATE  
TALLAHASSEE, FLORIDA

97 JUN -9 AM 7:59

FILED

encl.  
File #10799

FILED

97 JUN-9 AM 7:59

TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
WOOD YOU OF CUTLER RIDGE, INC.

ARTICLE I. NAME

The name of this corporation shall be: WOOD YOU OF CUTLER RIDGE, INC.

ARTICLE II. COMMENCEMENT & DURATION

The commencement of this corporation's existence shall be at the time of the filing of these Articles of Incorporation by the Florida Department of State, Division of Corporations. This corporation's duration shall be perpetual.

ARTICLE III. PURPOSE

This corporation is being organized for the purpose of engaging in the transaction of any and all business activities permitted under the laws of the State of Florida and the United States of America.

ARTICLE IV. CAPITAL STOCK

This corporation shall have the authority to issue 5000 par value shares of common capital stock.

ARTICLE V. PREEMPTIVE RIGHTS

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

#### ARTICLE VI. TRANSFER RESTRICTIONS

No shareholder shall have the right to sell, assign, pledge, encumber, transfer, or otherwise dispose of any shares of the capital stock of this corporation, without first offering such shares for sale to this corporation at the net asset value thereof. Such offer shall be in writing, signed by the shareholder, sent by registered or certified mail to this corporation at its registered office address, and open for acceptance by this corporation for a period of fifteen days from the date of mailing. If this corporation fails or refuses, within such period, to make satisfactory arrangements for the purchase of such shares, the shareholder shall have the right to dispose of such shares without any further restrictions.

On the death of any shareholder, this corporation shall have the right to purchase any shares of the capital stock of this corporation owned by the shareholder immediately prior to the shareholder's death, on the terms set forth above, and this provision shall be binding upon the personal representative of the shareholder.

#### ARTICLE VII. INITIAL BOARD OF DIRECTORS

The number of directors on this corporation's Initial Board of Directors shall be two. The number of directors may be increased or decreased from time to time, as provided in this corporation's bylaws, but shall never be less than two.

The names and addresses of each individual who shall serve as a member of the Initial Board of Directors are:

H. Edward Draper  
13 Emery Lane  
Post Office Box 1118  
Keystone Heights, Florida 32656.

Patricia S. Draper  
13 Emery Lane  
Post Office Box 1118  
Keystone Heights, Florida 32656

#### ARTICLE VIII. INDEMNIFICATION

This corporation shall indemnify any officer, director, employee, or agent, and any former officer, director, employee, or agent, to the full extent permitted by law.

#### ARTICLE IX. PRINCIPAL OFFICE & INITIAL REGISTERED OFFICE & AGENT

The address of this corporation's principal office and the address of this corporation's initial registered office shall be:

Suite 201 Newell Building  
101 Lawrence Boulevard  
Keystone Heights, Florida 32656.

The name of the individual who shall serve as this corporation's initial registered agent at that address is:


Paul D. Newell

#### ARTICLE X. INCORPORATOR


The name and address of the individual who shall serve as this corporation's incorporator are: H. Edward Draper, 13 Emery Lane, Keystone Heights, Florida 32656.

#### ARTICLE XI. AMENDMENT

This corporation reserves the right to amend or repeal any provisions in these Articles of Incorporation, or any amendments hereto. Any rights conferred upon the shareholders shall be subject to this reservation.

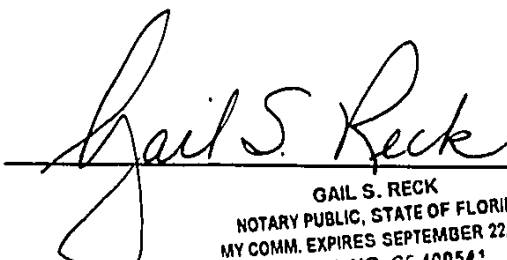
  
H. Edward Draper - Incorporator

I hereby accept my designation as resident agent and agree to serve as the resident agent of WOOD YOU OF CUTLER RIDGE, INC. I hereby state that I am familiar with and accept the duties and responsibilities as registered agent for said corporation.

  
Paul D. Newell - Registered Agent

STATE OF FLORIDA  
COUNTY OF CLAY

On May 28<sup>th</sup>, 1997, Paul D. Newell, designated above as the individual who shall serve as the corporation's initial registered agent; and H. Edward Draper, the corporation's incorporator, both of whom are personally known to me, personally appeared before me at the time of notarization, and acknowledged signing these Articles of Incorporation of WOOD YOU OF CUTLER RIDGE, INC. for the purposes therein expressed.

  
GAIL S. RECK  
NOTARY PUBLIC, STATE OF FLORIDA  
MY COMM. EXPIRES SEPTEMBER 22, 1998  
COMM NO. CC 400541

97 JUN -9 AM 1:59  
TALLAHASSEE, FLORIDA