

CERTIFIED PUBLIC ACCOUNTANTS

CR2E031(1/95)

-327-North Orange Avenue---

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Examiner's Initials

707 E. COLONIAL DR. ORLANDO, FL 32803			Office Use Only	
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DIVISION OF CORPORATIONS
97 JUN 13 PM 3:54

ARTICLES OF INCORPORATION

OF

SUGAR MILL PARTNERS, INC.

Article I - Name

The name of this corporation is SUGAR MILL PARTNERS, INC.

Article II - Purpose

This corporation is organized for the purpose of transacting any or all lawful business.

Article III - Capital Stock

This corporation is authorized to issue 1000 shares of no par value common stock.

Article IV - Initial Registered Office and Agent

The initial mailing address, principal office and registered office of this corporation is 707 E. COLONIAL DR., ORLANDO, FL 32803 and the name of the initial registered agent of this corporation at that address is CHARLES E. NEWMAN.

Article V - Initial Board of Directors

This corporation shall have four directors initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one. The names and addresses of the initial directors of this corporation are:

CHARLES E. NEWMAN 707 E. Colonial Dr. Orlando, FL 32803

DENNIS I. REESER 360 Wymore Rd.. Altamonte Springs, FL 32714 ED HENDERSON P.O. Box 150 Winter Park, FL 32790

JOHN W. CREIGHTON, JR. Weyerhaesuer Tacoma, WA 98477

Article VI - Incorporator

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

CHARLES E. NEWMAN 707 E. Colonial Dr. Orlando, FL 32803

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this _____ day of June, 1997.

CHARLES E NEWMAN

STATE OF HORSE

BEFORE ME, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared CHARLES E. NEWMAN, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid this _____ day of June, 1997.

Notaty Public My Commission Expires:



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:
First--That SUGAR MILL PARTNERS, INC., desiring to organize under the laws of the State of Florida with its principal office, as located at 707 E. COLONIAL DR., County of Orange, State of Florida, has named CHARLES E. NEWMAN, located at 707 E. COLONIAL DR., ORLANDO, FL 32803 as its agent to accept service of process within this State.

Having been named to accept service of process for the above-stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

CHARLES E NEWMAN

SECRETAR CORPORATIONS
DIVISION OF CORPORATIONS
ON 13 PH 3: 54