

P97000054719

J.C. OSTEEN  
 Requestor's Name  
 177 Salem Court  
 Address  
 Tall. Fl. 32301 877-1028  
 City/State/Zip Phone #

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 -06/23/97--01001--006  
 \*\*\*\*122.50 \*\*\*\*122.50

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Chipola Land and Development Co, Inc  
 (Corporation Name) (Document #)
2. \_\_\_\_\_  
 (Corporation Name) (Document #)
3. \_\_\_\_\_  
 (Corporation Name) (Document #)
4. \_\_\_\_\_  
 (Corporation Name) (Document #)

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 TALLAHASSEE, FLORIDA

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  Certified Copy  
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  Will wait     
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 Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

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OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials PH/20/97

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ARTICLES OF INCORPORATION  
OF

SEVENTH JUDICIAL CIRCUIT  
TALLAHASSEE, FLORIDA

CHIPOLA LAND AND DEVELOPMENT COMPANY

ARTICLE I.  
NAME OF CORPORATION

The name of the corporation is CHIPOLA LAND AND DEVELOPMENT,  
COMPANY

ARTICLE II.  
Purpose

1. This corporation is organized for the purpose of engaging in the land development business including but not limited to the following:
  2. To act as consultants, advisors, investors or owners as it may be advisable.
  3. To subsidize, manage, acquire or dispose of any company, corporation, partnership or business.
  4. To take, receive, hold, alter, improve and/or convey real estate and personal property necessary for the purposes of the corporation and other real and personal property or assets, the income from which shall be applied to the purpose of the corporation; in accordance with applicable law; and to lease, mortgage, execute deeds of trust on; or sell or convey property of the corporation and for the further purpose of transacting any and all lawful business whatsoever.

**ARTICLE III.**  
**Capital Stock**

The corporation is authorized to issue 7,500 shares of stock, all of one class, at \$1.00 par value. Said stock shall be payable in cash, property, labor or services at a just valuation to be fixed by the Board of Directors at a meeting for that purpose.

**ARTICLE IV.**  
**Capital**

The amount of capital with which the corporation shall begin business is not less than Five Hundred Dollars (\$500.00).

**ARTICLE V.**  
**Corporate Existence**

This corporation shall exist perpetually.

**ARTICLE VI.**  
**Address of Corporation**

The address of the initial principal office is Post Office Box 6047, Marianna, FL 32447; and the name of the initial registered agent is J. C. O'Steen, whose street address is 177 Salem Court, Tallahassee, FL 32301. The Board of Directors may, from time to time, move the office to any other address.

**ARTICLE VII.**  
**Number of Directors**

The number of directors may be increased or decreased from time to time by the By-Laws adopted by the Stockholders, but shall never be less than two (2).

The corporation shall have two (2) directors initially.

**ARTICLE VIII.**  
**Initial Directors**

The names and addresses of the first Board of Directors are:

<u>Name</u>	<u>Address</u>	<u>Office</u>
WALLY E. SAPP	POST OFFICE BOX 6047 MARIANNA, FLORIDA 32447	PRESIDENT
EDNA M. SAPP	POST OFFICE BOX 6047 MARIANNA, FLORIDA 32447	SECRETARY

**ARTICLE IX.**  
**Self-Dealing**

No contract or other transaction between the corporation and any other corporation, in the absence of fraud, shall be affected or invalidated by the fact that any director or directors of the corporation is or are interested in, or a director or directors or officers of such other corporation, and any director or directors, individually or jointly, may be a party or parties to or may be interested in any such contract or transaction of the corporation, or in which the corporation is interested, and no contract, act or transaction, or in any way connected with such person or persons, firm or corporation and each and every person who may become a director of the corporation is hereby relieved from any liability that might otherwise exist from this contracting with the corporation for the benefit of himself or any firm, association or corporation in which he may be any way interested. Any director of the corporation may vote upon any contract or other transaction between the corporation and any subsidiary or controlled corporation.

ARTICLE X.  
Repurchase of Stock

In the event of the death of any stockholder in this corporation, all shares of stock of this corporation owned by him immediately prior to his death shall be deemed to have been offered for sale, on the day prior to his death, to the corporation, and the corporation agrees to buy the same, provided there are no legal prohibitions, at the then book value.

ARTICLE XI.  
Amendment of Articles

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XII.  
Incorporators

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

J. C. O'Steen, Attorney at Law  
177 Salem Court  
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 20th day of June, 1997.

  
\_\_\_\_\_  
J. C. O'STEEN - Incorporator

The undersigned, J. C. O'STEEN, hereby accepts his appointment as Registered Agent of this corporation, by affixing his signature to these Articles of Incorporation this 20th day of June, 1997.



J. C. O'Steen, Registered Agent

STATE OF FLORIDA

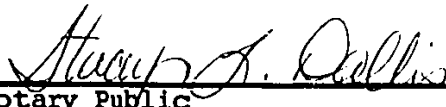
COUNTY OF LEON

I HEREBY CERTIFY that on this day, before me, an officer duly authorized to take acknowledgments, personally appeared J. C. O'Steen, known to me and known to me to be the person who executed the foregoing Articles of Incorporation, and acceptance of designation as Registered Agent, respectively, and he acknowledged before me that he so executed this document.

IN WITNESS WHEREOF, I have hereunto set my hand and seal in the County and State aforesaid this 20th day of June, 1997.



Stacey L. Dallis  
MY COMMISSION # CC641913 EXPIRES  
April 27, 2001  
BONDED THROUGH TROY FAIN INSURANCE, INC.



Notary Public  
My Commission Expires:

TALLAHASSEE, FLORIDA

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