

P97000094547

Lopez & Kelly, P.A.
Attorneys at Law

AL R. LOPEZ, JR.
MARK P. KELLY
ROBERT W. BIBLE, JR.
BURKE G. LOPEZ

SUITE 500
4600 WEST CYPRESS STREET
TAMPA, FLORIDA 33607
(813) 289-3400
FAX: 287-5775

October 30, 1997

TRANSMITTAL LETTER

State of Florida, Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: TIMUQUAN LAND AND TIMBER CO., INC.
new corporate filing

Dear Sir or Madam:

Enclosed please find the original and two copies of the Articles of Incorporation for the above referenced new corporation in Florida. Also included is a check in the amount of \$131.25, representing the filing fee, certified copy charge and certificate charge herein. Please return the certified copy and certificate to the following address:

Morris Lee Brill, III
401 E. Jackson St.
Suite 2900
Tampa, Fl. 33602

800002336358-5
-11/03/97-01106-004
(5) ***131.25 ***131.25

If additional information is needed, please let me know. I look forward to your prompt response to this filing.

Sincerely,

Burke G. Lopez
BURKE G. LOPEZ

BGL:pjm
enclosure
cc: Lee Brill (via U.S. Mail)

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
97 NOV -3 PM 3:50

11-4-97
WS

ARTICLES OF INCORPORATION
OF
TIMUQUAN LAND AND TIMBER CO., INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 NOV -3 PM 3:52

Article I
Name

The name of this Corporation is TIMUQUAN LAND AND TIMBER CO., INC.

Article II
Duration

The Corporation shall have perpetual existence.

Article III
Purpose and Principal Place of Business

Purpose. The general purposes for which this Corporation is organized are:

1. To transact any or all lawful business for which corporations may be incorporated under the laws of the State of Florida.

2. To do everything necessary and proper in accomplishing the foregoing and to do anything incidental to the foregoing, all as authorized and not forbidden under the laws of the State of Florida.

3. To possess and have the authority to exercise any and all powers allowed by the laws of the State of Florida.

Principal Place of Business. The initial street address of the principal place of business of the Corporation is:

401 E. Jackson Street, Suite 2900
Tampa, Florida 33602

Article IV
Capital Stock

The amount of capital stock authorized shall consist of 1000 shares of the common voting stock having a par value of \$1.00 per share, payable in lawful money of the United States of America

or in property, at a just valuation to be fixed by the Board of Directors of this Corporation. The capital stock of the Corporation may at any time be increased or decreased as provided by the laws of Florida.

Article V
Preemptive Rights

Every shareholder of this Corporation, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata shares thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

Article VI
Registered Office and Agent

Section 1. The undersigned incorporator of this Corporation, desiring to organize under the laws of the State of Florida, with its principal place of business located in the City of Tampa, State of Florida, has named MORRIS LEE BRILL, III as its agent to accept service of process within this State.

Section 2. 401 E. Jackson Street, Suite 2900, Tampa, Florida 33602 is hereby designated by said incorporator as the Registered Office of the Corporation in the State of Florida, and MORRIS LEE BRILL, III is hereby named as the Registered Agent of the Corporation, whose business office is identical with the said Registered Office.

Article VII
Incorporators

The name and street address of the Incorporator is:

MORRIS LEE BRILL, III
401 E. Jackson Street, Suite 2900
Tampa, Florida 33602

Article VIII
Board of Directors

Section 1. This Corporation initially shall have one (1) director. The number of directors may be increased or

diminished from time to time by action in accordance with the Bylaws of the Corporation.

Section 2. The name and address of the first members of the Board of Directors who, unless otherwise provided by the Bylaws, shall hold office for the first year of existence of the Corporation or until their successors are elected and qualified are:

MORRIS LEE BRILL, III
401 E. Jackson Street, Suite 2900
Tampa, Florida 33602

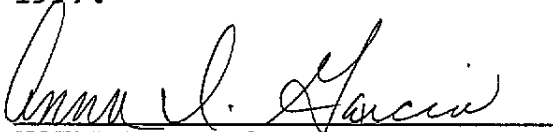
All of the directors of the Corporation shall be at least eighteen (18) years of age.

IN WITNESS WHEREOF, the above-named Incorporator has subscribed his name this 30th day of October, 1997.


MORRIS LEE BRILL, III

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing Articles of Incorporation were acknowledged before me by MORRIS LEE BRILL, III, this 30th day of October, 1997.


NOTARY PUBLIC
State of Florida at Large

Pha. D.L. # 8640-552-65-327-0

My Commission Expires:

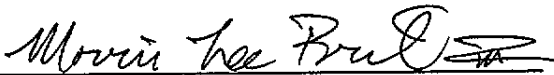


Anna I. Garcia
MY COMMISSION # CC641300 EXPIRES
June 3, 2001
BONDED THRU TROY FAIR INSURANCE, INC.


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

IN COMPLIANCE WITH SECTIONS 48.091 and 607.0501, FLORIDA STATUTES,
THE FOLLOWING IS SUBMITTED:

FIRST--THAT TIMUQUAN LAND AND TIMBER CO., INC. DESIRING TO ORGANIZE
OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS
PRINCIPAL PLACE OF BUSINESS IN THE CITY OF TAMPA, STATE OF FLORIDA,
HAS NAMED MORRIS LEE BRILL, III, LOCATED AT 401 E. JACKSON STREET,
SUITE 2900, TAMPA, FLORIDA 33602, AS ITS AGENT TO ACCEPT SERVICE OF
PROCESS WITHIN FLORIDA.


MORRIS LEE BRILL, III
(CORPORATE OFFICER)
TITLE: President
DATE: 10/30, 1997

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 ALL MATTERS.


MORRIS LEE BRILL, III
(RESIDENT AGENT)
DATE: 10/30, 1997