



PA700009775H

ACCOUNT NO. : 072100000032

REFERENCE : 602802 1299A

AUTHORIZATION :

COST LIMIT : \$ 122.50

ORDER DATE : November 17, 1997

ORDER TIME : 10:06 AM

ORDER NO. : 602802-005

CUSTOMER NO: 1299A

CUSTOMER: Richard M. Colbert, Esq
CLARK PARTINGTON HART LARRY
BOND STACKHOUSE & STONE
Suite 800
125 West Romana Street
Pensacola, FL 32501

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DOMESTIC FILING

NAME: PINE FOREST INVESTMENTS II,
INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jon A Bowling

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 NOV 17 PM 12:53

RECEIVED
97 NOV 17 AM 11:34
JANIS

**ARTICLES OF INCORPORATION
OF
PINE FOREST INVESTMENTS II, INC.,**
a Florida corporation

FILED
SECRETARY OF STATE
PINE FOREST INVESTMENTS II, INC.
97 NOV 17 PM 12:58

The undersigned incorporator, **HAROLD J. VUCOVICH**, a natural person competent to contract, hereby presents these Articles of Incorporation for the formation of a corporation under the provisions of Chapter 607, Florida Statutes.

ARTICLE I - NAME

The name of this corporation is ***PINE FOREST INVESTMENTS II, INC.***, a Florida corporation.

ARTICLE II - PRINCIPAL OFFICE

The address of the principal office of the corporation is 8060 Lavelle Way, Pensacola, Florida 32526.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business under the laws of the State of Florida and the laws of the United States.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue one thousand (1,000) shares of \$1.00 par value common stock.

ARTICLE V - TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE VI - RESTRICTIONS ON TRANSFER OF STOCK

Unless waived by written agreement among this corporation and its shareholders, shares held by persons receiving shares in the initial issue of stock in this corporation may not be resold to other persons unless such shares are first offered to this corporation, and, if not so purchased, then to the other shareholders at the price and terms identical to the proposed sale to a third person. The restrictions contained in this Article VI may be modified by a separate written agreement among the corporation and the shareholders receiving shares in the initial issuance of stock of the corporation.

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SECRETARY OF STATE
97 NOV 17 PM 4:53
DIVISION OF CORPORATIONS

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The address of the initial registered office of this corporation shall be 8060 Lavelle Way, Pensacola, Florida 32526, and the name of the initial registered agent of this corporation at that address is HAROLD J. VUCOVICH.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have three (3) directors initially. The number of directors may be either increased or diminished from time to time by the bylaws of the corporation, but shall never be less than one (1). The names and addresses of the initial directors of this corporation are: HAROLD J. VUCOVICH, 314 East Romana Street, Pensacola, Florida 32501; LARRY WRIGHT, 8060 Lavelle Way, Pensacola, Florida 32526; and JOSEPH ELLIOTT, 8060 Lavelle Way, Pensacola, Florida 32526.

ARTICLE IX - INCORPORATOR

The name and address of the person signing these Articles is: HAROLD J. VUCOVICH, 314 East Romana Street, Pensacola, Florida 32501.

ARTICLE X - COMMENCEMENT OF CORPORATE EXISTENCE

The date for commencement of this corporation's existence shall be the date these Articles of Incorporation are filed with the Secretary of State of Florida.

ARTICLE XI - AMENDMENT

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.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on the 31st day of October, 1997.

INCORPORATOR:

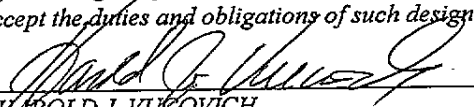

HAROLD J. VUCOVICH

(SEAL)

* * *

ACCEPTANCE BY REGISTERED AGENT

I DO HEREBY accept the foregoing designation as registered agent of PINE FOREST INVESTMENTS II, INC., a Florida corporation. Further, I am familiar with and accept the duties and obligations of such designation.


HAROLD J. VUCOVICH

(SEAL)