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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

P&W Developers, Inc.
5035 Bollinger Rd
Panama City, FL 32404

Secretary of State
State of Florida
Divisions of Corporations
P.O. Box 6327
Tallahassee, FL 32314

December 10, 1997

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****122.50 ****122.50

Enclosed for filing are the Articles of Incorporation
for

P & W Developers, Inc.

and our check for \$122.50 covering the \$35.00 filing fee,
\$52.50 for a certified copy of the Articles of Incorporation
and \$35.00 registered agent fee.

Sincerely,

Patricia J. Kinard

Patricia J. Kinard

P. Hall

DEC 16 1997

ARTICLES OF INCORPORATION
OF

P & W DEVELOPERS, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, each a natural person competent to contract, hereby make, subscribe, acknowledge, and file these Articles of Incorporation for the purpose of becoming a corporation under the laws of the State of Florida.

ARTICLE I. Name of Corporation

The name of the corporation is:

P & W DEVELOPERS, INC.

and its principal place of business is:

5035 Bollinger Road

Panama City, Florida 32404

The Board of Directors may from time to time move the principal office to any other address in Florida.

ARTICLE II. Duration of Corporation

The corporation is to exist perpetually.

ARTICLE III. Nature of Business

The general nature of the business of this corporation is:

Heavy construction

and to manufacture, purchase, or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer, or otherwise dispose of, and to invest in, trade in, deal in and with goods, wares, merchandise, real and personal property, and service of every class, kind and description; except that it is not to conduct a banking, safe deposit, trust, insurance, surety, express, railroad, canal, telegraph, telephone, or cemetery company, a

building and loan association, mutual fire insurance association, cooperative association, fraternal benefit society or State Fair or exposition.

ARTICLE IV. Capital Stock

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 7500 shares of common stock having a par value of \$ 1.00 per share.

ARTICLE V. Registered Office and Registered Agent

The street address of this corporation's initial registered office is:

5035 Bollinger Road, Panama City, Florida 32404

and the name of its initial registered agent at such address is:

Patricia Jo Kinard

and the mailing address of which is:

5035 Bollinger Road, Panama City, Florida 32404

ARTICLE VI. Board of Directors

This corporation shall have three directors, initially. The names and addresses of the persons who are to serve as members thereof are:

Patricia Jo Kinard
5035 Bollinger Road
Panama City, Florida 32404

A. Westley Register
P. O. Box 398
Bonifay, Florida 32425

Tracy L. Register
P. O. Box 398
Bonifay, Florida 32425

The number of directors may be increased or diminished from time to time, by by-laws adopted by the stockholders.

ARTICLE VII Subscribers

The name and address of each subscriber to these Articles of Incorporation, and the number of shares of stock each agrees to take are as follows:


Patricia Jo Kinard 250 Shares
5035 Bollinger Road
Panama City, Florida 32404

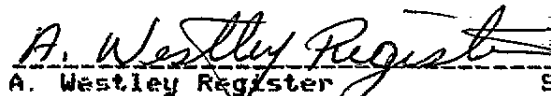
A. Westley Register 150 Shares
P. O. Box 398
Bonifay, Florida 32425


Tracy L. Register 100 Shares
P. O. Box 398
Bonifay, Florida 32425

ARTICLE VIII. Amendments

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all directors and all the stockholders sign a written statement manifesting their intention that a certain amendment to the Articles of Incorporation be made.


Patricia Jo Kinard Subscriber


A. Westley Register Subscriber


Tracy L. Register Subscriber

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA

COUNTY OF WALTON

The foregoing Articles of Incorporation acknowledged before me this
11th day of December, 1997 by:

Patricia Jo Kinard
and A. Westley Register
and Tracy L. Register

Tammy S. Fidler
Notary Public

State of Florida at Large

My commission expires:

TAMMY S. FIDLER
Notary Public - State of Florida
My Commission Expires Dec. 9, 2000
Commission No. CC 606492

ACCEPTANCE OF REGISTERED AGENT

Having been named as Registered Agent for:

P & W DEVELOPERS, INC.

at registered office located at:

5035 Bollinger Road, Panama City, Florida 32404

I hereby accept such designation and agree to act in this capacity, and
agree to comply with the provision of said Act relative to keeping open
said office.

Patricia Jo Kinard
Patricia Jo Kinard Registered Agent