

P98000044769

Daniel C. Griffith  
1420 Hwy 297A  
Cantonment, FL 32533

Division of Incorporation  
P. O. Box 6327  
Tallahassee, FL 32314

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-05/15/98--01115--006  
\*\*\*\*122.50 \*\*\*\*122.50

May 12, 1998

RE: Articles of Incorporation - Dillion Timber, Inc.

Dear Sirs:

Please find enclosed an original Articles of Incorporation and copy of same for filing in your office. Also, you will find a certified check in the amount of \$122.50 for the filing fee required. I would appreciate the copy being marked also with the filing information and returned to me in the self-addressed, stamped envelope, as soon as possible. Also, if at all possible, I would very much appreciate the Articles of Incorporation on Dillion Timber, Inc., being faxed to (850) 968-4131 to the attention of Cuba Rosenbloum. I do realize that this is asking for a lot however, I have a real estate loan closing Monday, May 18, 1998, and this information is required for that loan closing.

Thank you for your assistance in this matter and if you have any questions, please do not hesitate to call me at (850) 968-2496.

Sincerely,

*Daniel C. Griffith*  
Daniel C. Griffith

Enclosure

FILED  
98 MAY 15 AM 3:34  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

CB  
5/15/98  
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**ARTICLES OF INCORPORATION**  
**OF**  
**DILLION TIMBER, INC.**

**FILED**  
98 MAY 15 AM 3:34  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

I, the undersigned subscriber to these Articles of Incorporation, being a natural person competent to contract, do hereby make, subscribe, acknowledge, and file these Articles for the purpose of forming a corporation under the laws of the State of Florida.

**ARTICLE I**

The name of this corporation shall be DILLION TIMBER, INC.

**ARTICLE II**

The corporation shall have perpetual existence, commencing on the date of filing of the Articles of Incorporation in the Office of the Secretary of the State of the State of Florida.

**ARTICLE III**

This corporation is organized for the purpose of transacting any and all lawful business, both within and without the State of Florida. Additionally, the general nature of the business or businesses to be transacted shall be:

- (a) To harvest timber from real property and sell the property in parcels.
- (b) To own real and personal property, and to use, operate, maintain, remodel, improve, and generally deal with and in the same, and any appurtenances convenient, desirable, or necessary in the conduct and operation of the lawful business of the corporation.
- (c) To do all and everything necessary or proper for the accomplishment of the objects and purposes of the corporation, as determined by the Corporation's Board of Directors in its discretion and

consistent with the laws of the State of Florida, or as necessary or incidental to the protection and benefit of the corporation, and in general to carry out any lawful business, regardless of whether such business is similar in nature to the objects as set forth herein, and in any part of the world, either as principal, agent, contractor, or otherwise, and either alone or in conjunction with any other persons, firm, associations, corporation, or other entities, both within and without the State of Florida, to the same extent as natural persons lawfully might or could do, insofar as acts may be permitted to be done by a corporation organized under the laws of the State of Florida.

#### **ARTICLE IV**

This corporation is authorized to issue One Thousand (1,000) shares of common stock, each share of the par value of One Dollar (\$1.00). No shares without nominal or par value shall be issued.

#### **ARTICLE V**

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase a pro rata share thereof, as nearly as may be done with issuance of fractional shares, at the price at which it is offered to others.

#### **ARTICLE VI**

The street address of the principal office of this corporation is 1420 Highway 297A, Cantonment, Florida 32533. The name of the initial registered agent of the corporation is Daniel C. Griffith, whose address is 1420 Highway 297A, Cantonment, FL 32533.

#### **ARTICLE VII**

This corporation shall have three (2) directors initially. The number of directors may be either increased or decreased from time to time as provided in the Bylaws of the corporation, but the number of directors of the corporation shall not be less than one nor more than nine. The names and addresses of the initial directors of this corporation are as follows:

Daniel C. Griffith  
1420 Highway 297A  
Cantonment, FL 32533

Daniel R. Griffith  
1420 Highway 297A  
Cantonment, FL 32533

The name and address of the incorporator is:

Daniel C. Griffith  
1420 Highway 297A  
Cantonment, FL 32533

## **ARTICLE VIII**

These Articles of Incorporation may be amended upon receiving the affirmative vote of the holders of two-thirds of the shares then outstanding at any regular or special meeting of the stockholders upon advance notice given of the changes to be made in accordance with the Bylaws of the corporation. Upon approval by the Secretary of State, any such amendment shall become and be taken as part of the original Articles of Incorporation.

## **ARTICLE IX**

The power to adopt, alter, amend, or repeal the Bylaws of the corporation shall be vested in the Board of Directors.

## **ARTICLE X**

At each election for directors, every shareholder entitled to vote at such election shall have the right to accumulate his vote by giving one candidate as many votes as the number of directors to be elected at that time, multiplied by the number of his shares, or by distributing such votes on the same principle among any number of such candidates.

## **ARTICLE XI**

Special meetings of the shareholders may be called by the president and secretary of the corporation, jointly, or by the Board of Directors, or by the holders of not less than thirty percent (30%) of the shares then outstanding.

**ARTICLE XII**

At any meeting of the stockholders, sixty percent (60%) of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum. If a quorum is present, the affirmative vote of a majority of the shares represented at the meeting entitled to vote on the subject matters shall be the act of the shareholders.

**ARTICLE XIII**

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act, Chapter 607, Florida Statutes, as such chapter presently exists or may hereafter be amended.

IN WITNESS WHEREOF, the undersigned as incorporator, has executed the foregoing Articles of Incorporation on the 7<sup>th</sup> day of May, 1998.

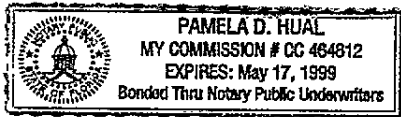
*Daniel C. Griffith*  
DANIEL C. GRIFFITH

STATE OF FLORIDA  
COUNTY OF ESCAMBIA

The foregoing instrument was acknowledged before me this the 11<sup>th</sup> day of May, 1998, by Daniel C. Griffith, who is personally known to me or who has produced \_\_\_\_\_ as identification and who did (did not) take an oath.

*Pamela D. Hual*  
Notary Public  
State of Florida at Large  
My Commission Expires: May 17, 1999  
Commission Number: CC 464812

-Notary Seal Affixed-



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

In compliance with Section 607.034, Florida Statutes, the following is submitted: That Dillion Timber, Inc., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 1420 Highway 297A, Cantonment, Florida 32533, has named Daniel C. Griffith, a resident of Escambia County, Florida, whose business address is 1420 Highway 297A, Cantonment, Florida 32533, as its agent to accept service of process within Florida.

By: *Daniel C. Griffith*  
DANIEL C. GRIFFITH

**ACCEPTANCE:**

Having been named to accept service of process for the above stated corporation, at the place designated in the 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 my duties.

*Daniel C. Griffith*  
DANIEL C. GRIFFITH

**FILED**  
98 MAY 15 AM 3:34  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA