



ACCOUNT NO. : 072100000032

REFERENCE : 900729 81040A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : July 22, 1998

ORDER TIME : 1:25 PM

ORDER NO. : 900729-005

CUSTOMER NO: 81040A

CUSTOMER: Rollin D. Davis, Jr
SHELL FLEMING DAVIS & MENGE

Ninth Floor, Seville Tower
226 Palafox Place
Pensacola, FL 32501

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-07/23/98--01004--004

****122.50 ****122.50

DOMESTIC FILING

NAME: FLORAGON FOREST PRODUCTS, 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: Abby Capaz

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUL 22 AM 9:25

FILED
98 JUL 22 3:26
DIVISION OF INCORPORATION

ARTICLES OF INCORPORATION

OF

FLORAGON FOREST PRODUCTS, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUL 22 AM 9:25

ARTICLE I - NAME

The name of this corporation is Floragon Forest Products, Inc.

ARTICLE II - PURPOSE

This corporation is organized for the purpose of manufacturing of lumber products and associated businesses, for the buying, selling, renting, leasing, owning, subdividing, developing and otherwise using, maintaining and enjoying real or personal property, and for the purpose of owning, operating, and conducting any business which a corporation formed under Chapter 607, Florida Statutes, may conduct and for the purpose of transacting any or all other lawful business.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue 100,000 shares of One Dollar (\$1.00) par value common stock.

ARTICLE IV - PREEMPTIVE RIGHTS

Every shareholder, 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 share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The mailing address of the corporation is Post Office Box 710, Pensacola, Florida 32593. The street address of the initial

principal office of this corporation and its registered office is 192 North Palafox Street, Pensacola, Florida 32501, and the name of the initial registered agent of this corporation at that address is Burney H. Merrill, who is a resident of this state. The signature of that person below is an acceptance of that position, and also the certification that said person is familiar with, and accepts, the obligations of the position of registered agent.

ARTICLE VI - INITIAL DIRECTORS AND OFFICERS

This corporation shall have six directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one. The name and address of the initial directors of this corporation are: Burney H. Merrill, 192 North Palafox Street, Pensacola, FL 32501, J. Collier Merrill, 192 North Palafox Street, Pensacola, FL 32501, Willis C. Merrill, III, 192 North Palafox Street, Pensacola, FL 32501, Marion Uter, 1325 Gulf Shores Parkway, Gulf Shores, AL 32542, Thomas A. Brown, 1325 Gulf Shores Parkway, Gulf Shores, AL 32542 and Jack O'Neil, 1325 Gulf Shores Parkway, Gulf Shores, AL 32542.

Until their successors are duly elected, Burney H. Merrill shall serve as president of the corporation, Marion Uter as secretary and as treasurer of the corporation, and the other directors named above shall serve as vice presidents of the corporation. The addresses of those officers are shown above.

ARTICLE VII - INCORPORATOR

The name and mailing address of the person signing these articles is Burney H. Merrill, Post Office Box 710, Pensacola, FL

32593, and the street address of that person is 192 North Palafox Street, Pensacola, FL 32501.

ARTICLE VIII - BY-LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the shareholders.

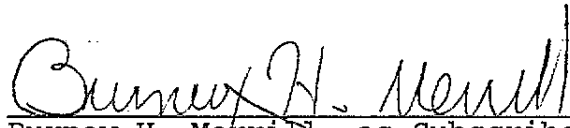
ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto.

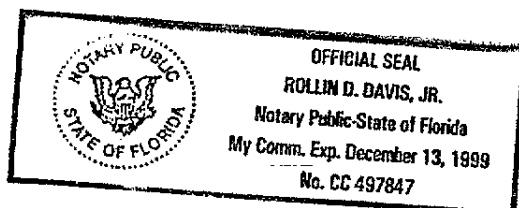
IN WITNESS WHEREOF, the undersigned subscriber has executed these articles of incorporation this 21st day July, of 1998.

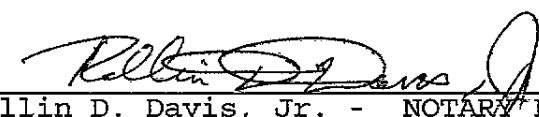

Burney H. Merrill, as Subscriber and
Registered Agent

STATE OF FLORIDA
COUNTY OF ESCAMBIA

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUL 22 AM 9:25

The foregoing instrument was acknowledged before me this 21st day of July, 1998, by Burney H. Merrill, as the subscriber (incorporator) and initial registered agent of the corporation. He is personally known to me.




Rollin D. Davis, Jr. - NOTARY PUBLIC
My commission expires 12/ 13 /99