

P98000074886



ACCOUNT NO. : 072100000032

REFERENCE : 939838 98691A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE: August 25, 1998

ORDER TIME : 2:39 PM

ORDER NO. : 939838-005

CUSTOMER NO: 98691A

CUSTOMER: Billie J. Merritt, Esq
BILLIE J. MERRITT, P A

445 East Nelson

Defuniak Spring, FL 32433

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-08/26/98--01001--009
****122.50 ****122.50

DOMESTIC FILING

NAME: MADERAS DE MONTANA AZULES, 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: Janna Wilson

EXAMINER'S INITIALS:

FILED
98 AUG 25 PM 12:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
DIVISION OF CORPORATION
98 AUG 25 PM 3:24

Dmp 8/27/98

~~510~~
~~W98-174167~~



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 26, 1998

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: MADERAS DE MONTANA AZULES, INC.
Ref. Number: W98000019467

RECEIVED
98 AUG 27 AM 11:26
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FL 32301

We have received your document for MADERAS DE MONTANA AZULES, INC.. However, the document has not been filed and is being returned for the following:

Please provide an English translation for the entity's name in your cover letter.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 198A00044173

RESUBMIT

Please give original
submission date as file date.

translation - Blue Mountain
Woods

FILED

98 AUG 25 AM 11:59

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

MADERAS de MONTAÑA AZULES, INC.

The undersigned, for the purpose of becoming a corporation for profit under the laws of the State of Florida, adopts the following Articles of Incorporation for such corporation:

ARTICLE I - NAME

The name of this corporation shall be: MADERAS de MONTAÑA AZULES, INC.

ARTICLE II - DURATION

This corporation shall have a perpetual existence.

ARTICLE III - PURPOSE

This shall be a general purpose corporation. Its goals, purposes and management shall be determined by its shareholder(s). The corporation may hire such employees as may be necessary or desirable to accomplish its purposes, and may hold such licenses as are necessary or convenient for corporate purposes. Additionally, the corporation shall be entitled to enter into contracts of every nature to own real or personal property, to borrow money, and to do all other things necessary or convenient to corporate purposes, and to do all things authorized by the State of Florida.

ARTICLE IV - CAPITAL STOCK

This corporation shall be authorized to issue 5,000 shares of one dollar (\$1.00) par value common stock.

ARTICLE V - RIGHTS OF SHARES OF CAPITAL STOCK

Except as otherwise provided by law, the entire voting power of the election of directors and for all other purposes, shall be vested exclusively in the holders of the outstanding common shares.

ARTICLE VI - 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 prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII - PRINCIPAL OFFICE & REGISTERED OFFICE AND AGENT

The street address and mailing address(es) of the principal office of this corporation shall be 20 South Grande Beach Drive, Santa Rosa Beach, Florida 32459.

The street address of the initial registered office of this corporation shall be 20 South Grande Beach Drive, Santa Rosa Beach, Florida 32459. The name of the initial registered agent of this corporation at that address shall be James N. Green.

ARTICLE VIII - MANAGEMENT

The business and affairs of this corporation shall be managed by its shareholder(s). The name and address of the initial shareholder is Hayley A. Green, 20 South Grande Beach Drive, Santa Rosa Beach, Florida 32459.

ARTICLE IX - INCORPORATORS

The name and address of the person signing these articles are Hayley A. Green, 20 South Grande Beach Drive, Santa Rosa Beach, Florida 32459.

ARTICLES X - BYLAWS

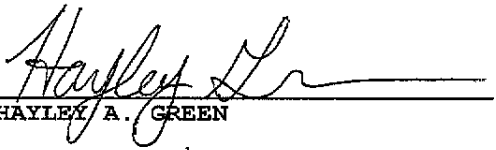
The power to adopt, alter, amend or repeal by-laws shall be vested in the shareholders.

ARTICLE XI - AMENDMENT

This corporation shall reserve the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendments thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber have executed these Articles of Incorporation this 11th day of ~~July~~, 1998.

Aug.

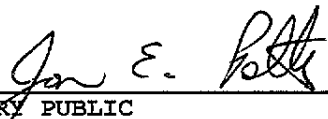

HAYLEY A. GREEN
11/8/98

STATE OF FLORIDA
COUNTY OF WALTON

BEFORE ME, a notary public authorized to take acknowledgments in the State and County set forth above, personally appeared HAYLEY A. GREEN, who produced TNDL#80840136 as identification and who executed the foregoing Articles of Incorporation, and she acknowledged before me that she executed same.

WITNESS my hand and official seal in the County and State last aforesaid this 11th day of ~~July~~, 1998.

Aug.


NOTARY PUBLIC
My Commission Expires: *10/4/99*

STATE OF FLORIDA
COUNTY OF WALTON

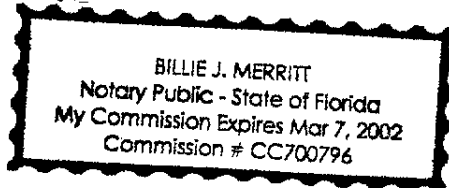
FILED
98 AUG 25 PM 12:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

OATH OF RESIDENT AGENT

I, JAMES N. GREEN, having been named to accept service of process for
MADERAS de MONTAÑA AZULES, INC., do hereby accept such designation; agree to act
in such capacity; and agree to comply with the provisions of The Florida General
Corporations Act (Chapter 607, Florida Statutes) relative to keeping open said office.


JAMES N. GREEN

Acknowledged before me by JAMES N. GREEN who is personally known to me this
24 day of August, 1998.




NOTARY PUBLIC

My commission expires: