

F96000003181

1005 Glenway Avenue
P.O. Box 1200
Bristol, Virginia 24203-1200

The United Company



June 8, 1996

700001862717
-06/14296--01087--011
*****70.00 *****70.00

Secretary of State
State of Florida
Division of Corporations
Qualification and Registration Section
P.O. Box 6327
Tallahassee, FL 32314

RE: SGC Construction Company

Dear Sir or Madam:

W96-12869

Please find enclosed an Application by Foreign Corporation for Authorization to Transact Business in Florida together with our check in the amount of \$70.00 for the filing fee.

Thank you for your assistance in this matter.

Very truly yours,

Janet L. Bennett
Janet L. Bennett

Enclosure

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JUN 24 AM 10:27

W
6/24



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 17, 1996

JANET L. BENNETT
THE UNITED COMPANY
PO BOX 1280
BRISTOL, GA 24203-1280

SUBJECT: SGC CONSTRUCTION COMPANY
Ref Number: W96000012869

*MAILED TO SGC CONSTRUCTION, RATHER
THAN TO VA. MARIA CALLED FROM
MIAMI - they will get
street address +
resolution*

We have received your document for SGC CONSTRUCTION COMPANY and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

Please note that the street addresses on your addendum do not list street numbers. Please provide the street numbers for these addresses.

Please return 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 (904) 487-6958.

Lee Rivers
Document Examiner

Letter Number: 096A00029993

1005 Glenway Avenue
P.O. Box 1200
Bristol, Virginia 24203-1200

The United Company



June 21, 1996

Mr. Lee Rivers
Division of Corporations
Office of the Secretary of State
409 East Gaines Street
Tallahassee, FL 32399

Dear Mr. Rivers:

Re: SGC Construction Company, a Virginia Corporation

Per our telephone conversation, enclosed please find a certified copy of resolutions of SGC Construction Company, a Virginia corporation, adopting the name "SGC Construction Company of Virginia" for use in Florida.

I am also enclosing a new addendum of officers and directors of SGC Construction Company specifying the street addresses for those individuals.

With this information I trust you can proceed with the qualification of SGC Construction Company, a Virginia corporation, to do business in the state of Florida as SGC Construction Company of Virginia.

Upon filing of this information, please contact Alice Williams at 904/222-2515 so she can pick up an original Certificate of Good Standing for this corporation from your office on Monday.

Thank you for your assistance and your attention to this matter.

Very truly yours,

Anita W. Gilliam
Corporate Counsel

AWG:jks
cc: Maria Lamas (w/enclosures)

VIA FEDERAL EXPRESS

**CERTIFICATE OF CORPORATE
RESOLUTIONS OF SGC CONSTRUCTION
COMPANY, A VIRGINIA CORPORATION**

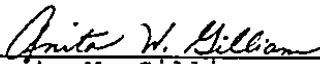
I, Anita W. Gilliam, Assistant Secretary of SGC Construction Company, a Virginia corporation (the "Corporation"), hereby certify that by Unanimous Written Consent to Action of the Board of Directors Without a Meeting of the Corporation dated June 21, 1996, the following resolutions (the "Resolutions") were duly adopted, in accordance with the Bylaws of the Corporation and the statutes of the Commonwealth of Virginia:

BE IT RESOLVED: That, it being in the best interest of the Corporation to do so, the Corporation hereby adopts the following trade name for the Corporation to use in the state of Florida: SGC Construction Company of Virginia;

BE IT FURTHER RESOLVED: That the officers of the corporation are authorized and directed to take all such actions as are necessary to obtain the qualification of the Corporation to do business in the state of Florida using the name SGC Construction Company of Virginia.

As of the date of this Certificate, the Resolutions are in full force and effect and have not been revoked, cancelled, annulled, or amended in any manner.

Date: June 21, 1996



Anita W. Gilliam
Assistant Secretary

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**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION
TO TRANSACT BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE
STATE OF FLORIDA:*

1. SGC Construction Company
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. Virginia
(State or country under the law of which it is incorporated)
3. 54-1560732
(FEI number, if applicable)
4. October 3, 1990
(Date of Incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. Upon Qualification
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))
7. _____
1005 Glenway Avenue, Bristol, Virginia 24201
(Current mailing address)
8. Real estate development and construction activities
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)
9. **Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)**

Name: CT Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida, 311324
(Zip Code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

CT CORPORATION SYSTEM

Kevin J. Gallagher
(Registered agent's signature)

Kevin J. Gallagher, Asst. V.P.

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

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12. Names and addresses of officers and/or directors: (Street address **ONLY**- P. O. Box **NOT** acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Chairman: See Attached Addendum

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President: See Attached Addendum

Address: _____

Vice President: _____

Address: _____

Secretary: _____


Address: _____

Treasurer: _____

Address: _____

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NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Wayne L. Bell, Assistant Secretary
(Typed or printed name and capacity of person signing application)

A D D E N D U M
DIRECTORS AND OFFICERS
OF
SGC CONSTRUCTION COMPANY

DIRECTORS:

<u>NAME</u>	<u>ADDRESS</u>
James W. McGlothlin Chairman	1005 Glenway Avenue Bristol, VA 24201
W. W. McGlothlin	460 W. Main Street Grundy, VA 24614
N. D. Street	339 W. Main Street Grundy, VA 24614

OFFICERS:

<u>NAME AND TITLE</u>	<u>ADDRESS</u>
James W. McGlothlin Chief Executive Officer	1005 Glenway Avenue Bristol, VA 24201
J. Thomas Fowlkes President and Chief Operating Officer	1005 Glenway Avenue Bristol, VA 24201
N. D. Street Vice President and Secretary	339 W. Main Street Grundy, VA 24614
W. W. McGlothlin Treasurer	460 W. Main Street Grundy, VA 24614
Lois A. Clarke Assistant Treasurer	1005 Glenway Avenue Bristol, VA 24201
Kenneth D. Dockery Assistant Treasurer	1005 Glenway Avenue Bristol, VA 24201
Wayne L. Bell Assistant Secretary	1005 Glenway Avenue Bristol, VA 24201
Anita W. Gilliam Assistant Secretary	1005 Glenway Avenue Bristol, VA 24201

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Commonwealth of Virginia



State Corporation Commission

I Certify the Following from the Records of the
Commission:

SGC Construction Company is a corporation existing under and by virtue of
the laws of Virginia, and is in good standing.

The date of incorporation is October 03, 1990.

Nothing more is hereby certified.

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Signed and Sealed at Richmond
on this Date: June 05, 1996

William J. Bridge
William J. Bridge, Clerk of the Commission