

P96000040385
L.A. OFFICE
MARTIN, ADE, BIRCHFIELD & MICKLER, P.A.

JAMES L. ADE
LYNDA R. AYCOCK
W. O. BIRCHFIELD
TIMOTHY A. BURNETT
CHARLES L. CHAPMAN
PHILIP A. DELMONT
STEPHEN H. DURANT
J. WILLIAM GLENN
MICHAEL R. GORDONHEAD JR.
STEPHEN D. HARKER
KEITH HEAD

ONE INDEPENDENT DRIVE - SUITE 3000
JACKSONVILLE, FLORIDA 32202

MAILING ADDRESS
POST OFFICE BOX 901
JACKSONVILLE, FLORIDA 32201
TELEPHONE (904) 354-8080
TELECOM (904) 354-5142

SHARON BIRCHFIELD BURNETT
KATHARINE GORDONHEAD
WILHELMINA P. KIRCHLINDER
MYRA LOUGHRAN
RALPH H. MARTIN
HOWARD D. MICKLER
JOHN D. MILTON, JR.
CAROL R. NUNN, JR.
SCOTT D. SCHLICKER
DAVE L. WILKINSON
L. PETER JOHNSON (904) 354-1200

May 3, 1996

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

100001810871
-05/07/96--01058--006
***122.50 ***122.50

Re: Salt Creek Utility, Inc.

Gentlemen:

Enclosed for filing with the Florida Secretary of State are articles of incorporation for Salt Creek Utility, Inc. Also enclosed are a check in the amount of \$122.50 for filing fees and a copy of the articles to be certified and returned to us.

Sincerely,


Lynda R. Aycock

LRA:eh
Enclosures

MAY 10 1996

BSB

STATE
MAY -6 PM 2:17
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
Salt Creek Utility, Inc.

FILED
26 MAY -5 PM 2:17
TALLAHASSEE, FLORIDA

ARTICLE I

NAME

The name of this corporation is Salt Creek Utility, Inc.

ARTICLE II

PRINCIPAL OFFICE

The principal office and mailing address of this corporation is 1219 Creek View Way, Ponte Vedra Beach, Florida 32082.

ARTICLE III

CAPITAL STOCK

This corporation is authorized to issue 500 shares of common stock with a par value of one dollar (\$1.00) per share, which shares shall be and hereby are designated as "Common Shares."

Without action by the stockholders, any or all of the authorized shares may be issued by the corporation from time to time for such consideration as may be fixed by the Board of Directors of this corporation.

ARTICLE IV

INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this corporation in the State of Florida is: One Independent Drive, Suite 3000, Jacksonville, Florida 32202.

The name of the initial registered agent of this corporation at that address is Lynda R. Aycock.

The Board of Directors may, from time to time, change the registered agent or move the registered office to any other address in Florida.

ARTICLE VI

INCORPORATOR

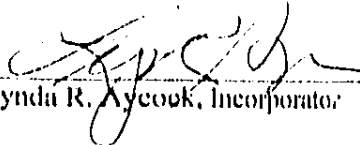
The name and address of the incorporator of this corporation is: Lynda R. Aycock, One Independent Drive, Suite 3000, Jacksonville, Florida 32202.

ARTICLE VII

AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Both the shareholders and the Board of Directors may repeal, amend or adopt Bylaws for the corporation, pursuant to these Articles, except that the shareholders may prescribe in any Bylaw made by them that such Bylaw shall not be altered, repealed or amended by the Board of Directors.

IN WITNESS WHEREOF, the undersigned Incorporator, being a natural person competent to contract, has hereunto set her hand and affixed her seal this 26th day of April, 1996.

 (SEAL)
Lynda R. Aycock, Incorporator

CERTIFICATE OF ACCEPTANCE OF DESIGNATION OF
REGISTERED AGENT OF SALT CREEK UTILITY, INC.

Pursuant to Sections 48.091 and 607.0501, Florida Statutes, the undersigned, having been designated as the initial Registered Agent for the service of process within the State of Florida upon Salt Creek Utility, Inc., a corporation organized under the laws of the State of Florida, does hereby accept the appointment as such Registered Agent for the above-named corporation, and does hereby agree to comply with the provisions of Section 48.091(2) relative to keeping open the Registered Office of said corporation, which Registered Office is located at: One Independent Drive, Suite 3000, Jacksonville, Florida 32202.

IN WITNESS WHEREOF, I, such designated Registered Agent, have hereunto set my hand and seal at Jacksonville, Florida, on this 26th day of April, 1996.


LYNDA R. AYCOCK
Registered Agent

FILED
96 MAY -6 PM 2:17
JACKSONVILLE, FLORIDA