

P96000056158

THOMAS SALE, JR.
Attorney and Counsellor at Law

SUITE ONE
602 HARRISON AVENUE
MAIL ADDRESS, P.O. BOX 428
PANAMA CITY, FLORIDA 32402

TELEPHONE: (904) 763-7311
FAX: (904) 763-8888

June 28, 1996

600001881246
-07/02/96--01041--001
\$367.50--\$122.50

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

Re: (1) CHIEF CORNERSTONE INVESTMENT, INC.
(2) THREE WAY INVESTMENT, INC.
(3) THIRD GENERATION DEVELOPMENT CO.

FILED
96 JUN -1 AM 9:01
TALLAHASSEE, FLORIDA
DIVISION OF STATE

Gentlemen:

Enclosed are an original and one copy of Articles of Incorporation and Designation of Registered Agent for each of the above three corporations. Please return a certified copy.

Also enclosed is my check in the amount of \$367.50 representing the filing fee of \$122.50 for each corporation.

We will appreciate your calling my office collect when these corporations have been filed.

If there is any question, please call me collect at the above number.

Very truly yours,

Thomas Sale, Jr.
Thomas Sale, Jr.

TSJr/km

Enclosures

SMS
7/3/96

FILED

96 JUL -1 AM 9:01

CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
THIRD GENERATION DEVELOPMENT CO.

The undersigned subscriber to these Articles of Incorporation hereby subscribes to and forms a corporation for profit under the laws of the State of Florida.

Article I - Name

The name of the corporation is THIRD GENERATION DEVELOPMENT CO. The principal office of the corporation is 1610 Tennessee Avenue, Lynn Haven, Florida, and the mailing address is 1610 Tennessee Avenue, Lynn Haven, Florida.

Article II - Nature of Business

This corporation is organized for the purpose of transacting any or all lawful business.

Article III - Duration

This corporation shall have perpetual existence and shall commence on filing.

Article IV - Capital Stock

This corporation is authorized to issue 1500 shares of common stock, each share having the par value of \$1.00.

Article V - Initial Registered
Office and Agent

The street address of the initial registered office of this corporation is 1610 Tennessee Avenue, Lynn Haven, Florida, and the name of the initial registered agent of this corporation at that address is Frank A. Tillman.

Article VI - Board of Directors

This corporation shall have three 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 names and addresses of the initial directors of this corporation are:

Frank A. Tillman
1610 Tennessee Avenue
Lynn Haven, Florida 32444

Torrell A. Magee
1714 Frankford Avenue
Panama City, Florida 32405

Elijah A. Tillman
285 Fardon Blvd.
Crestview, Florida 32536

Article VII - Preemptive Rights

The shareholders of the corporation shall have the preemptive right to acquire unissued or treasury shares of the corporation in proportion to their respective percentages of stock ownership.

Article VIII - Incorporators

The name and address of the person signing these Articles is:

Frank A. Tillman
1610 Tennessee Avenue
Lynn Haven, FL 32444

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal this 28 day of June, 1996

 (Seal)
Frank A. Tillman

STATE OF FLORIDA
COUNTY OF BAY

BEFORE ME, the undersigned authority, this day personally appeared FRANK A. TILLMAN, who is personally known to me and known

to me to be the individual described in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and seal in the state and county aforesaid this 28 day of June, 1996.

Kathy L. Morrison
Notary Public

My Commission expires:

KATHY L. MORRISON
NOTARY PUBLIC, STATE OF FLORIDA
MY COMMISSION EXP. SEPTEMBER 29, 1996
NO. CC221268
BONDED THRU USF&G

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED


In pursuance of Chapter 607.0501, Florida Statutes, the following is submitted in compliance with said act:

First, the THIRD GENERATION DEVELOPMENT CO. desiring to organize under the laws of the State of Florida, with its registered office, as indicated in the Articles of Incorporation at 1610 Tennessee Avenue, Lynn Haven, Bay County, Florida, 32444 has named Frank A. Tillman located at 1610 Tennessee Avenue, Lynn Haven, Florida 33555 as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named as Resident Agent for the above stated corporation, at the place designated in this certificate, I hereby accept said appointment, state that I am familiar with, and accept the obligations provided for in the Florida Statute 607.0505.

By:



Frank A. Tillman
Resident Agent

FILED
96 JUL -1 AM 9:01
CLERK OF STATE
TALLAHASSEE, FLORIDA