

P96000089954

LAW OFFICES
SMITH HULSEY & BUSEY

1000 FIRST UNION NATIONAL BANK TOWER
225 WATER STREET
PORT OFFICE BOX 93318
JACKSONVILLE, FLORIDA 32201-3318

MICHAEL M. BAJAJ, A
DENNIS J. BILALABUDDIN
JAMES A. BULLING
STEPHEN D. BURNES
DOUGLAS D. CHOWN
E. LAMAR DREW
MICHAEL H. EFFEY
PAUL E. GOGGIE, JR.
JEANNE E. HILTON
ANTHONY J. JACKSON
KEE G. KELLERSON
J. DREW KRYER
WILLIAM C. KUNTZ
LAUREN D. LANGHAM
M. RICHARD LEWIS, JR.
JOHN F. MACLENNAN
RAYMOND R. MAGLEY
MARJORIE CONNER MAKAR
BRADLEY R. MARNEY
E. OWEN McCULLER, JR.

JEANNE M. MANNING
MARY E. MANNING
JEANNE M. MILLER
JAMES H. MOSE
BRYAN J. PITHALL
E. LARRY RUSSELL
JOEL SETTEMBRINO, JR.
TIM T. SLEETH
HOWARD J. SMITH
JOHN H. SMITH, JR.
STEVEN G. SPEARS
JAMES J. TAYLOR, JR.
MELISSA S. TURRA
HERSCHEL T. VINYARD, JR.
TIMOTHY W. VOLPE
WADDELL A. WALLACE, III
LESLIE A. WICKES
HARRY M. WILSON, III
KARL A. ZILLOTT

LLOYD SMITH
(904) 359-1087
MARK HULSEY
JOHN E. THRASHER
OF COUNSEL
TELEPHONE
904-359-7700
FACSIMILE
904-359-7708
904-353-0908

October 28, 1996

5010001990935--6
-10/30/96--01101--001
*****70.00 *****70.00

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

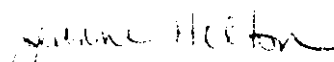
Re: Summerstone Corporation

Gentlemen:

Enclosed for filing are an original and one copy of the Articles of Incorporation for Summerstone Corporation, together with our client's check for \$70 in payment of the filing fee and the registered agent fee.

After the Articles of Incorporation have been filed, please return a file-stamped copy to us at the address set forth above.

Very truly yours,


Jeanne E. Helton

JEH/css
Enclosures
190817.1

B. REGISTER NOV 1 1996

ARTICLES OF INCORPORATION
OF
SUMMERSTONE CORPORATION

95 OCT 30 PM 1:15

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I-NAME

The name of this Corporation is Summerstone Corporation.

ARTICLE II-PRINCIPAL OFFICE

The street address of the initial principal place of business and mailing address of this Corporation are 606 Bay Ridge Road, Jacksonville, Florida 32216.

ARTICLE III-CAPITAL STOCK

The number of shares of stock that this Corporation is authorized to have outstanding at any one time is one thousand (1,000) shares of common stock with a par value of \$.01 per share.

ARTICLE IV-INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent are Roger Lee Stoneberger, 606 Bay Ridge Road, Jacksonville, Florida 32216.

ARTICLE V-INDEMNIFICATION

Directors, officers, employees and agents of this Corporation shall be indemnified to the fullest extent permitted by Florida law.

ARTICLE VI-INCORPORATOR

The name and street address of the incorporator are Jeanne E. Helton, 225 Water Street, Suite 1800, Jacksonville, Florida 32202.

ARTICLE VII-BYLAWS

The Board of Directors shall adopt Bylaws for this Corporation and may from time to time modify, alter, amend or rescind the same by majority vote of the members of the Board of Directors present

at any regular or special meeting or by written consent of all of the members of the Board of Directors.

ARTICLE VIII-AMENDMENTS

This Corporation may amend, alter or repeal any provision of these Articles of Incorporation in the manner now or hereinafter provided by Florida law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 5th day of October, 1996.

Jeanne E. Helton
Jeanne E. Helton

188932.1

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, Summerstone Corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the Corporation is Summerstone Corporation.
2. The name and address of the registered agent and office are Roger Lee Stoneberger, 606 Bay Ridge Road, Jacksonville, Florida 32216.

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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 RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.


Roger Lee Stoneberger

Date: October 28, 1996

RECEIVED
OCT 30 11:15
1996

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870
Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
TOLL FREE No. 1-800-342-8062
FAX (904) 222-1222

NAME _____
FIRM _____
ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

N. HENDRICKS FEB 1 8 1997

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE _____	_____	_____	_____
TIME _____	_____	_____	CK No. _____
BY <u>BPAP</u>	_____	_____	_____

WALK-IN Will Pick Up 2/18/11

RE: Summershine Corporation

	C.C. FEE.	DISBURSED
Capital Express™		
Art. of Inc. File		
Corp. Record Search		
Ltd. Partnership File		
Foreign-Corp. File		
() Cert. Copy(s)		
800002090598--2		
Art. of Amend. File	-02/18/97--01042--008	
Dissolution/Withdrawal	*****52.50	*****52.50
C U S-		
Fictitious Name File		
800002090598--2		
Name Reservation	-02/18/97--01042--007	
Annual Report/Reinstatement	*****35.00	*****35.00
Reg. Agent Service		
Document Filing		
Corporate Kit		
Vehicle Search		
Driving Record		
Document Retrieval		
UCC 1 or 3 File		
UCC 11 Search		
UCC 11 Retrieval		
File No.'s, _____ Copies		
Courier Service		
Shipping/Handling		
Phone ()		
Top Priority		
Express Mail Prep.		
FAX () pgs.		

SUBTOTALS

FEE.....	\$
DISBURSED.....	\$
SURCHARGE.....	\$
TAX on corporate supplies.....	\$
SUBTOTAL.....	\$
PREPAID.....	\$
BALANCE DUE.....	\$

Please remit invoice number with payment
TERMS: NET 10 DAYS FROM INVOICE DATE
1 1/2% per month on Past Due Amounts
Past 30 Days, 18% per Annum.

THANK YOU
from
Your Capital Connection

GLICKSTEIN & GLICKSTEIN

PROFESSIONAL ASSOCIATION
ATTORNEYS AT LAW

JOSEPH M. GLICKSTEIN (1899-1982)
JOSEPH M. GLICKSTEIN, JR.

February 17, 1997
VIA FEDERAL EXPRESS

444 THIRD STREET
NEPTUNE BEACH, FLORIDA 32206

(904) 247-1305
FACSIMILE NUMBER
(904) 247-0295

Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32301

In Re: SUMMERSTONE CORPORATION
Document No. P96000089954 (7)

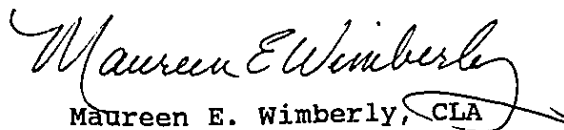
Gentlemen:

Enclosed herewith please find the resignation of Robert W. Summers as Vice President and Director of Summerstone Corporation, together with our firm's check in the amount of \$35.00, representing payment of filing fees.

This resignation updates information contained in the Annual Report for 1997, previously forwarded to your office.

Thank you for your cooperation in this matter.

Very truly yours,


Maureen E. Wimberly, CLA

Enclosures

ROBERT W. SUMMERS
7331 Wakefield Avenue
Jacksonville, Florida 32208

FILED
97 FEB 18 AM 10:10
TALLAHASSEE, FLORIDA

January 16, 1997

To the Board of Directors
Summerstone Corporation

The undersigned, ROBERT W. SUMMERS, hereby resigns as Vice President and Director of Summerstone Corporation, and any other position and interest which I may hold in Summerstone Corporation, the same to take effect immediately.

Further, I have divested myself of and from all interest in Summerstone Corporation, a Florida corporation, Charter Document No. P96000089954.


Robert W. Summers

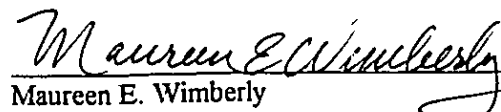
STATE OF FLORIDA

COUNTY OF DUVAL

SWORN TO AND SUBSCRIBED before me, the undersigned Notary Public, this 21st
day of January, 1997.



MAUREEN E. WIMBERLY
MY COMMISSION # CC389029 EXPIRES
August 1, 1998
BONDED THIRD TRUST FARM INSURANCE, INC.


Maureen E. Wimberly
Notary Public
Commission No. CC389029
My Commission Expires: 08/01/98

GLICKSTEIN & GLICKSTEIN

PROFESSIONAL ASSOCIATION
ATTORNEYS AT LAW

JOSEPH M. GLICKSTEIN (1000-1002)
JOSEPH M. GLICKSTEIN, JR.

444 THIRD STREET
NEPTUNE BEACH, FLORIDA 32266
PHONE 247-1305
FACSIMILE NUMBER
10041 247-0295

September 29, 1997

P96000089954

Hon. Sandra B. Mortham
Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: Summerstone Corporation
Change of Registered Agent

Dear Mrs. Mortham:

Enclosed please find Statement of Change of Registered Agent for Summerstone Corporation, which we ask be filed in the records of your office. Also enclosed is our firm's Check No. 5669 in the amount of \$35.00, representing payment of the required filing fee.

Thank you for your assistance.

Very truly yours,

Maureen E. Wimberly
Maureen E. Wimberly, CLA

Enclosures

c: Mr. Jerry W. Carter, Secretary
Summerstone Corporation

200002305772--0
-09/29/97--01070--004
*****35.00 *****35.00

RA + Add
10-1-97
CC

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 SEP 29 AM 8:37

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of Florida submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1. The name of the corporation is: Summerstone Corporation
2. The mailing address of the corporation is: 1101 Blanding Boulevard, Suites 116 and 117
Orange Park, Florida 32065
3. Date of incorporation/qualification: 10/30/96 Document number: P96000089954 (7)
4. The name and address of the current registered agent and office:

Roger Lee Stoneberger
606 Bay Ridge Road
Jacksonville, Florida 32216

5. The name and address of the new registered agent and office: (P.O. Box Not Acceptable)

Jerry W. Carter
1645 Country Charm Lane
Jacksonville, Florida 32226

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 SEP 29 AM 8:38

The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

Jerry W. Carter September 24, 1997
(Signature of an officer, chairman or vice chairman of the board) (Date)

Jerry W. Carter Vice Chairman of the Board of Directors
(Printed or typed name and title)

Having been named as registered agent and to accept service of process for the above stated corporation, 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 obligation of my position as registered agent.

Jerry W. Carter September 24, 1997
(Signature of Registered Agent) (Date)

Jerry W. Carter
If signing on behalf of an entity:

(Typed or Printed Name)

(Capacity)