

UPCHURCH, BAILEY AND UPCHURCH, P. A.

ATTORNEYS AT LAW

780 NORTH PONCE DE LEON BOULEVARD

SAINT AUGUSTINE

JOHN D. BAILEY, JR.  
FRANK D. UPCHURCH, III  
TRACY W. UPCHURCH  
KATHERINE GAERTNER JONES

MICHAEL A. IRAGUSA

PLEASE REPLY TO  
POST OFFICE DRAWER 3007  
SAINT AUGUSTINE, FLORIDA 32085-3007

TELEPHONE (904) 829-9086  
TELECOPIER (904) 829-9087

HAMILTON D. UPCHURCH  
FRANK D. UPCHURCH, JR.  
OF COUNSEL

FRANK D. UPCHURCH  
(1894-1986)

*997000036755*

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

700002141777--2  
-04/14/97--01041--005  
\*\*\*\*\*122.50 \*\*\*\*\*122.50

Re: Stonegate Development Corporation  
Our File No. 6-96-521

Dear Sir or Madam:

I am enclosing an original and one copy of the Articles of Incorporation of the above-named corporation. Please file the articles and furnish me with a certified copy.

You will note that Article IX of the Articles of Incorporation sets out the name and address of the Registered Agent of the Corporation.

I am also enclosing our office check payable to the Secretary of State in the amount of \$122.50 which I estimate to be sufficient to cover the corporate filing fee (\$35.00), Registered Agent's Fee (\$35.00), and certified copy of the charter document (\$52.50).

Thank you for your assistance.

Sincerely yours,

*Frank D. Upchurch, III*  
Frank D. Upchurch, III

FDUIII:jrs  
Enclosures

*189,502,1271*  
*7697-8836*

*4/24*

FILED  
97 APR 24 PM 1:22  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



## FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

April 16, 1997

FRANK D. UPCHURCH, III, ESQ.  
 UPCHURCH, BAILEY AND UPCHURCH, P.A.  
 POST OFFICE DRAWER 3007  
 SAINT AUGUSTINE, FL 32085

Capital  
Connection

SUBJECT: STONEGATE DEVELOPMENT CORPORATION  
 Ref. Number: W97000008836

We have received your document for STONEGATE DEVELOPMENT CORPORATION and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name DOES NOT constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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) 487-6972.

Doris Brown  
 Document Specialist

Letter Number: 597A00019234

Corrected

Post-It® brand fax transmittal memo 7671		# of pages 1	
To Loren	From Jane		
Co Capital Connections	Co Upchurch Bailey		
Dept.	Phone and Upchurch		
Fax # 904 222 1222	904 829 9066		

Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

**ARTICLES OF INCORPORATION  
OF  
STONEGATE GENERAL CORPORATION**

97 APR 24 PM 1:22  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**FILED**

The undersigned natural person, for the purpose of forming a corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation.

**ARTICLE I**

**Name**

The name of the corporation is STONEGATE GENERAL CORPORATION.

**ARTICLE II**

**Nature of Business**

The general nature of the business to be transacted by this corporation is to engage in any activity or business permitted under the laws of the United States or this State.

**ARTICLE III**

**Shares of Stock**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time

is 500 shares of common stock at par value of \$1.00 per share.

#### **ARTICLE IV**

##### **Initial Capital**

The amount of capital with which this corporation will begin business is not less than \$500.00.

#### **ARTICLE V**

##### **Term of Existence**

This corporation is to exist perpetually.

#### **ARTICLE VI**

##### **Directors**

This corporation shall have four (4) directors initially. The number of directors may be increased or diminished from time to time by bylaws adopted by the stockholders, but shall never exceed five (5).

#### **ARTICLE VII**

##### **Initial Directors and Officers**

The name and address of each member of the first

Board of Directors and the officers are:

<u>NAME</u>	<u>ADDRESS</u>	<u>OFFICE</u>
WILLIAM L. PACE	3290 Kings Road South St. Augustine, FL 32086	President/ Director
ROBERT T. HELD, SR.	2000 N.E. 47th Street Fort Lauderdale, FL 33308	Vice Pres./ Director
MICHAEL L. ROSS	Post Office Box 5958 Maryville, TN 37802	Director
CHARLES B. HICKS	240 W. Tennessee Avenue Oak Ridge, TN 37831	Director

#### ARTICLE VIII

##### Subscribers

The name and address of the subscriber to these  
Articles of Incorporation is:

<u>NAME</u>	<u>ADDRESS</u>
FRANK D. UPCHURCH, III	Post Office Drawer 3007 St. Augustine, FL 32085

#### ARTICLE IX

##### Principal Office, Initial Registered Office, and Registered Agent

The street address and mailing address of the  
principal office of the corporation is 3290 Kings Road South,  
St. Augustine, Florida 32086 and the address of the initial  
registered office of the corporation is 780 North Ponce De Leon  
Boulevard, St. Augustine, Florida 32084, and the registered

agent for the service of process at that address is Frank D. Upchurch, III.

**ARTICLE X**

**Amendment**

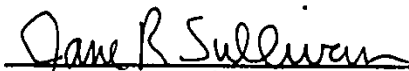
These Articles of Incorporation may be amended as follows. Amendments shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon.

  
FRANK D. UPCHURCH, III

STATE OF FLORIDA  
COUNTY OF ST. JOHNS

I HEREBY CERTIFY that on this 11<sup>th</sup> day of April, 1997, before me personally appeared Frank D. Upchurch, III, who is personally known to me or who has produced \_\_\_\_\_ as I.D., and he acknowledges that he is the person described in and who executed the foregoing Articles of Incorporation, and that the execution thereof is his free act and deed for the uses and purposes therein mentioned.

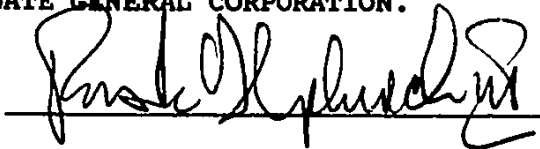
WITNESS my signature and official seal at St. Augustine in the County of St. Johns and State of Florida, the day and year last aforesaid.

  
Notary Public, State of Florida



**ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT**

I, FRANK D. UPCHURCH, III, accept the designation as  
Registered Agent of STONEGATE GENERAL CORPORATION.



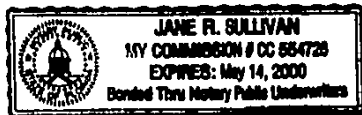
STATE OF FLORIDA

COUNTY OF ST. JOHNS

I HEREBY CERTIFY that on this 22<sup>nd</sup> day of April, 1997,  
~~before me personally appeared~~ Frank D. Upchurch, III, who is  
personally known to me or who produced \_\_\_\_\_ as  
Identification and he acknowledges that he is the person  
described in and who executed the foregoing Acceptance of  
Designation as Registered Agent, and that the execution thereof  
is his free act and deed for the uses and purposes therein  
mentioned.

WITNESS my signature and official seal at St.  
Augustine, in the County of St. Johns and State of Florida, the  
day and year last aforesaid.

  
\_\_\_\_\_  
Notary Public, State of Florida



FILED  
97 APR 24 PM 1:22  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA