

P98000060644



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 873105 82491A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : June 28, 1998

ORDER TIME : 9:15 AM

ORDER NO. : 873105-005

CUSTOMER NO: 82491A

CUSTOMER: Ms. Daphne K. Stonestreet
DONALD B. SMITH, ATTORNEY AT
LAW
Suite Three
150 South Highway 17-92
Debary, FL 32713

600002574346--3
-06/29/98--01026--009
****122.50 ****122.50

DOMESTIC FILING

NAME: SMITH & STONESTREET, P.A.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Robert Turner

EXAMINER'S INITIALS:

630

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUN 29 AM 9:02

98 JUN 29 AM 9:56
DIVISION OF CORPORATIONS
6-29
6-29

148-14864



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUN 29 AM 9:02

July 2, 1998

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: SMITH & STONESTREET, P.A.
Ref. Number: W98000014866

RESUBMIT

Please give original
submission date as file date.

We have received your document for SMITH & STONESTREET, P.A.. However, the document has not been filed and is being returned for the following:

The specific nature of business of the professional association must be stated in the document.

Please return the original and one copy of 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 (850) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 098A00035862

98 JUL -8 PM 3:27
DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUN 29 AM 9:02

June 29, 1998

CSC NETWORK

RESUBMIT

Please give original
submission date as file date.

SUBJECT: SMITH & STONESTREET, P.A.
Ref. Number: W98000014866

We have received your document for SMITH & STONESTREET, P.A. 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 registered agent and street address must be consistent wherever it appears in your document.

Please return the original and one copy of 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 (850) 487-6995.

Wanda Sampson
Document Specialist

Letter Number: 498A00035357

DIVISION OF CORPORATIONS
98 JUL -2 AM 9:18

ARTICLES OF INCORPORATION**OF****SMITH & STONESTREET, P.A.**

WE, THE UNDERSIGNED, being natural persons of legal age, do hereby desire to form a S-corporation under the laws of the state of Florida, and do hereby adopt the following Articles of Incorporation.

ARTICLE I**NAME**

The name of the corporation shall be SMITH & STONESTREET, P.A., a Florida corporation. The principal place of business of this corporation shall be 150 Highway 17-92, Suite 3, DeBary, Florida 32713.

ARTICLE II**NATURE OF BUSINESS**

This corporation being formed under applicable Florida law for the sole and specific purpose of rendering legal services.

ARTICLE III**CAPITAL STOCK**

The maximum number of shares of stock of this corporation which the corporation is authorized to have outstanding at any one time is 500 shares of common capital stock having a par value of \$1.00 per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors of this corporation.

The names and number of shares of the shareholders of this corporation are as follows:

DONALD B. SMITH	300 shares
DAPHNE K. STONESTREET	200 shares

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98 JUN 29 AM 9:02

ARTICLE IV

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1822 Carrigan Avenue, Winter Park, FL 32713 and the name of the initial Registered Agent of this corporation at that address is: DAPHNE K. STONESTREET.

ARTICLE V

INITIAL BOARD OF DIRECTORS

The business of the corporation shall be conducted and managed by a Board of Directors consisting of not less than one member, as fixed from time to time by the By-Laws of this corporation, and the Board of Directors shall be elected or appointed by the shareholders of the corporation but it shall not be necessary for any such director to be a shareholder of the corporation.

The names and addresses of the members of the first Board of Directors who shall hold office until their successors are elected and qualified are:

DONALD B. SMITH	1262 Melissa Court Winter Park, Florida 32789
DAPHNE K. STONESTREET	1822 Carrigan Avenue Winter Park, Florida 32789

ARTICLE VI

INCORPORATORS

The names and addresses of the Incorporators of this corporation are:

DONALD B. SMITH	1262 Melissa Court Winter Park, Florida 32789
DAPHNE K. STONESTREET	1822 Carrigan Avenue Winter Park, Florida 32789

ARTICLE VII

BY-LAWS

The power to adopt, alter, amend, or repeal By-Laws shall be vested in the Board of Directors and the shareholders of this corporation.

ARTICLE VIII

INDEMNIFICATION

Every director, officer, employee or agent of the corporation shall be indemnified by the corporation against all expenses and liabilities including attorney fees, reasonably incurred or by reason of their being imposed upon him or her, in connection with any proceeding to which he or she may be made a part or in which he or she may become involved by reason of his or her employment or by reason of his or her being or having been a director, officer, employee or agent of the corporation, or any settlement thereof, whether or not he or she is a director, officer, employee or agent at the time such expenses are incurred, except in such cases wherein the director, officer, employee or agent is adjudged liable for gross negligence or willful and wanton misconduct in the performance of his or her duties as such officer, director, employee or agent. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such director, officer, employee or agent may be entitled.

ARTICLE IX

AMENDMENT

The corporation reserves the right to amend, alter, change, repeal and revise any of the provisions of this corporation's Articles of Incorporation in the manner now, or hereafter prescribed by statute and all rights conferred on shareholders herein are granted subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscribers have executed these
Articles of Incorporation on this 25 day of June, 1998.

Donald B. Smith
DONALD B. SMITH

Daphne K. Stonestreet
DAPHNE K. STONESTREET

STATE OF FLORIDA
COUNTY OF Orange

The foregoing instrument was acknowledged before me this 25 day of
June, 1998, by DONALD B. SMITH, who is personally known to me and who did
take an oath.

Debra L. McClellan
Notary Public

STATE OF FLORIDA
COUNTY OF Orange

OFFICIAL NOTARY SEAL
DEBRA L. MCLELLAN
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC576996
MY COMMISSION EXP. AUG. 14, 2000

The foregoing instrument was acknowledged before me this 25 day of
June, 1998, by DAPHNE K. STONESTREET, who is personally known to me and
who did take an oath.

Debra L. McClellan
Notary Public

OFFICIAL NOTARY SEAL
DEBRA L. MCLELLAN
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC576996
MY COMMISSION EXP. AUG. 14, 2000

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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUN 29 AM 9:02

IN PURSUANCE of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

First, that SMITH & STONESTREET, P.A., desiring to organize under the laws of the state of Florida, with its principal office as indicated in the Articles of Incorporation in the City of DeBary, County of Volusia, State of Florida, has named DAPHNE K. STONESTREET, of 1822 Carrigan Avenue, Winter Park, Florida 32713, as its agent to accept service of process within this state.

Having been named to accept service of process for the above-named corporation, at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.



DAPHNE K. STONESTREET
Registered Agent