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CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 334099 11405A

AUTHORIZATION :

Patricia Pigute

COST LIMIT : \$ 155.00

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TALLAHASSEE, FLORIDA

ORDER DATE : April 25, 2005

ORDER TIME : 3:28 PM

ORDER NO. : 334099-005

CUSTOMER NO: 11405A

CUSTOMER: Ms. Debra Cline
Peterson & Myers, P.a.

P.o. Drawer 7608

Winter Haven, FL 33883-7608

DOMESTIC FILING

NAME: BENTLEY DEVELOPMENT GROUP, LLC

EFFECTIVE DATE:

____ ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

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____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Heather Chapman - EXT. 2908

EXAMINER'S INITIALS: _____

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**ARTICLES OF ORGANIZATION
FOR
BENTLEY DEVELOPMENT GROUP, LLC,
A Florida Limited Liability Company**

The undersigned, desiring to form a professional limited liability company under and pursuant to Chapters 608, Florida Statutes, the Florida Limited Liability Company Act, and Chapter 621, do hereby adopt the following Articles of Organization for such Company:

**ARTICLE I
Name**

The name of this Company shall be **BENTLEY DEVELOPMENT GROUP, LLC.**

**ARTICLE II
Duration**

The term of existence of the Company shall be perpetual.

**ARTICLE III
Mailing and Street Address**

The mailing and street address of the Company is: P O. Box 747, Winter Haven, Florida 33882 and 2600 Overlook Drive, Winter Haven, Florida, respectively.

**ARTICLE IV
Registered Agent and Office**

The name and street address of the initial registered agent and office for this Company are as follows: Debra L. Cline, 141 5th Street, Winter Haven, Florida, 33883

**ARTICLE V
Admission of Additional Members;
Terms and Conditions of such Admissions**

Additional Members may be admitted upon unanimous consent of the Members of the Company, upon the written application of such new Member, in the manner set forth in the Operating Agreement of this Company and in accordance with applicable law.

**ARTICLE VI
Management of Company**

The Company is to be a manager-managed company

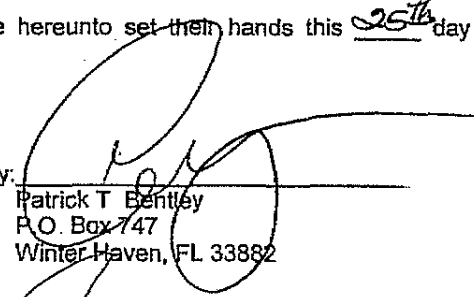
**ARTICLE VII
Amendment of Articles of Organization**

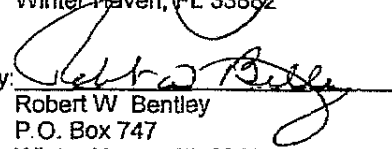
Any amendment to these Articles of Organization shall be on such form prescribed by the Secretary of State of the State of Florida containing such terms and provisions consistent with Chapter 608, Florida Statutes, as shall be prescribed by the Department of State, and shall be signed and sworn to by all Members of the Company. In the event a new Member is added by such amendment, it shall be also signed by the Member to be added

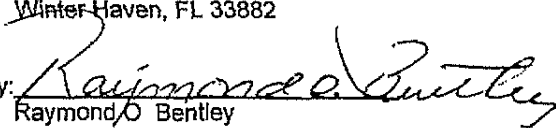
ARTICLE VIII
Transferability of Member's Interest

An interest of a Member of this Company may be transferred or assigned only to such extent and in the manner provided in the Operating Agreement of the Company and in accordance with applicable law.

IN WITNESS WHEREOF, the undersigned have hereunto set their hands this 25th day of April, 2005.

By: 
Patrick T Bentley
P.O. Box 747
Winter Haven, FL 33882

By: 
Robert W Bentley
P.O. Box 747
Winter Haven, FL 33882

By: 
Raymond O Bentley
P.O. Box 747
Winter Haven, FL 33882

STATEMENT OF REGISTERED AGENT

Having been named as Registered Agent to accept service of process for the above-stated limited liability company, 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 I am familiar with and accept the obligations of my position as Registered Agent as provided in Chapter 608, Florida Statutes.

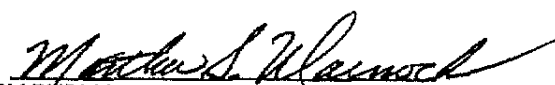

Debra L. Cline

STATE OF FLORIDA
COUNTY OF POLK

The foregoing instrument was acknowledged before me this 25th day of April, 2005, by DEBRA L. CLINE, who is personally known to me or produced N/A as identification



Martha S. Warnock
MY COMMISSION # DD059445 EXPIRES
November 26, 2005
BONDED THROUGH FARM INSURANCE, INC.


NOTARY PUBLIC

Print Name of Notary
Martha S. Warnock