

**F02000 005314**  
TRANSMITTAL LETTER

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** BENCHMARK FUNDING, INC.  
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Glenn F. Sherman, Esq.

(Name of Person)

Glenn F. Sherman & Associates, PC

(Firm/Company)

1955 Lower Roswell Road - Suite B

(Address)

Marietta, Georgia 30068

(City/State and Zip code)

700008263407--5  
-10/08/02--01037--002  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

*WJZ-29163*

For further information concerning this matter, please call:

Glenn F. Sherman, Esq.

(Name of Person)

at ( 770 ) 579-0109

(Area Code & Daytime Telephone Number)

**STREET ADDRESS:**

Registration Section  
Division of Corporations  
409 E. Gaines St.  
Tallahassee, FL 32399

**MAILING ADDRESS:**

Registration Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

APPROVED  
AND  
FILED

Enclosed is a check for the following amount:

- \$70.00 Filing Fee
- \$78.75 Filing Fee & Certificate of Status
- \$78.75 Filing Fee & Certified Copy
- \$87.50 Filing Fee, Certificate of Status & Certified Copy

*10-22-02*



FLORIDA DEPARTMENT OF STATE

Jim Smith  
Secretary of State

October 9, 2002

GLENN F. SHERMAN, ESQ.  
GLENN F. SHERMAN & ASSOCIATES, PC  
1955 LOWER ROSWELL RD., STE. B  
MARIETTA, GA 30068

SUBJECT: BENCHMARK FUNDING, INC.  
Ref. Number: W02000029163

We have received your document for BENCHMARK FUNDING, INC. and your check(s) totaling \$87.50. However, the document has not been filed and is being retained in this office for the following:

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

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 (850) 245-6025.

Trevor Brumbley  
Document Specialist

Letter Number: 502A00056479

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TALLAHASSEE, FLORIDA

APPROVAL  
AND  
FILED

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.*

1. BENCHMARK FUNDING, INC.  
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Georgia 3. 58-2663976  
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 12/20/2001 5. Perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Upon Qualification  
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")  
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)


7. 1956 Lower Roswell Road - Suite D, Marietta, Georgia 30068  
(Principal office address)  
1956 Lower Roswell Road - Suite D, Marietta, Georgia 30068  
(Current mailing address)

8. Mortgage Lending  
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)  
Name: Glenn F. Sherman, Esq.  
Office Address: 3800 Oaks Clubhouse Drive #404  
Pompano Beach, Florida 33069  
(City) (Zip code)

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10. Registered agent's acceptance:  
*Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 obligations of my position as registered agent.*

  
(Registered agent's signature) Glenn F. Sherman

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

# RESOLUTION OF BOARD OF DIRECTORS

(Please print or type)

I, the undersigned DAVID C. MENNA, do hereby certify  
(Name)

that this Resolution of the Board of Directors of \_\_\_\_\_

BENCHMARK FUNDING, INC.

(Corporate Name)

a corporation duly organized and existing under the laws of the State of GEORGIA,

was duly adopted on October 16, \_\_\_\_\_, 2002.

Be it resolved, that BENCHMARK FUNDING, INC.

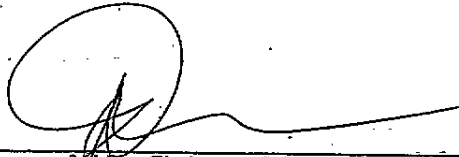
(Corporate Name)

organized and existing in the State of Georgia, hereby adopts the name

BFC CAPITAL CO.

for use in Florida.

Dated: 10/16/02



Signature of either Chairman, ~~Member or Secretary of the Board~~

David C. Menna, Chairman of the Board

Type or print name

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TALLAHASSEE, FL 32314

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AND  
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Make checks payable to Florida Department of State and mail to:  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: David C. Menna

Address: 1955 Lower Roswell Road - Suite A, Marietta, Georgia 30068

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

B. OFFICERS

President: David C. Menna

Address: 1955 Lower Roswell Road - Suite A, Marietta, Georgia 30068

Vice President: \_\_\_\_\_

Address: \_\_\_\_\_

Secretary: David C. Menna

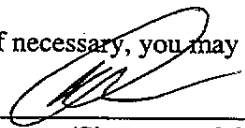
Address: 1955 Lower Roswell Road - Suite A, Marietta, Georgia 30068

Treasurer: David C. Menna

Address: 1955 Lower Roswell Road - Suite A, Marietta, Georgia 30068

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TALLAHASSEE FLORIDA

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13.  \_\_\_\_\_  
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. David C. Menna, Chairman  
(Typed or printed name and capacity of person signing application)

**Secretary of State**  
**Corporations Division**  
**315 West Tower**  
**#2 Martin Luther King, Jr. Dr.**  
**Atlanta, Georgia 30334-1530**

DOCKET NUMBER : 022770717  
CONTROL NUMBER : 0200092  
DATE INC/AUTH/FILED: 12/20/2001  
JURISDICTION : GEORGIA  
PRINT DATE : 10/04/2002  
FORM NUMBER : 211

SHERMAN & ASSOCIATES  
STEPHEN JACKSON  
1955 LOWER ROSWELL RD. STE B  
MARIETTA, GA 30068

**CERTIFICATE OF EXISTENCE**

I, Cathy Cox, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that

**BENCHMARK FUNDING, INC.**  
**A DOMESTIC PROFIT CORPORATION**

was formed in the jurisdiction stated above or was authorized to transact business in Georgia on the above date. Said entity is in compliance with the applicable filing and annual registration provisions of Title 14 of the Official Code of Georgia Annotated and has not filed articles of dissolution, certificate of cancellation or any other similar document with the office of the Secretary of State.

This certificate relates only to the legal existence of the above-named entity as of the date issued. It does not certify whether or not a notice of intent to dissolve, an application for withdrawal, a statement of commencement of winding up or any other similar document has been filed or is pending with the Secretary of State.

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence that said entity is in existence or is authorized to transact business in this state.



A handwritten signature in black ink, appearing to read "Cathy Cox".

Cathy Cox  
Secretary of State