

F98000000865



ACCOUNT NO. : 072100000032

REFERENCE : 698202 7130368

AUTHORIZATION :

Patricia Pizut

COST LIMIT : \$ 70.00

ORDER DATE : February 6, 1998

ORDER TIME : 10:04 AM

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ORDER NO. : 698202-020

CUSTOMER NO: 7130368

CUSTOMER: Mr. Billy Brown
Benchmark Development, Inc.
Suite 185
16475 Dallas Parkway
Dallas, TX 75248

DIVISION OF CORPORATION

98 FEB 13 AM 10:57

RECEIVED

FOREIGN FILINGS

NAME: BENCHMARK DEVELOPMENT, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jon A Bowling

98 FEB 13 AM 11:02


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SECRETARY OF STATE
DIVISION OF CORPORATIONS

mtw
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R. P. Stout, Secretary of Benchmark Development, Inc.
a corporation duly organized under the laws of the State of Texas,
does hereby certify that the following is a true and correct copy
of a resolution of the Board of Directors of said corporation,
adopted at a special meeting held on the 17th day of February,
1999.

"RESOLVED, that, inasmuch as this corporation desires to transact business in the State of Florida, and inasmuch as the Board of Directors has been advised that the name of this corporation is not available for corporate use in the State of Florida, this corporation adopt the alternate name BMDC, INC. for use in transacting business in the State of Florida pursuant to Section 607.1506, Florida Business Corporation Act; and

"FURTHER RESOLVED, that the officers of the corporation be and hereby are authorized and directed to cause any and all required documents to be prepared, executed, and filed so that this corporation may obtain a Certificate of Authority pursuant to the Florida Business Corporation Act, and to cause this corporation to use the said alternate name in the transaction of business in the State of Florida."


R. P. Stout, Secretary

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DIVISION OF CORPORATIONS

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 Development, 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. Texas 3. 75-2321244
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. March 15, 1990 5. perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. upon qualification
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.))
7. 16475 Dallas Parkway, #185, Dallas, Texas 85248
(Current mailing address)
8. Construction
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)
Name: Corporation Service Company
Office Address: 1201 Hays Street
Tallahassee, Florida, 32301
(Zip Code)

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.

Corporation Service Company
By: Mary J. Kenney Asst. V.P.
(Registered agent's signature)

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.

12. Names and addresses of officers and/or directors: (Street address ONLY- P.O. Box NOT acceptable)

A. DIRECTORS (Street address only- P.O. Box NOT acceptable)

Chairman: R. P. Stout

Address: 16475 Dallas Parkway, #185

Dallas, Texas 85248

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS (Street address only- P.O. Box NOT acceptable)

President: R. P. Stout

Address: 16475 Dallas Parkway, #185

Dallas, Texas 85248

Vice President: _____

Address: _____

Secretary: R. P. Stout

Address: 16475 Dallas Parkway, #185

Dallas, Texas 85248

Treasurer: R. P. Stout

Address: 16475 Dallas Parkway, #185

Dallas, Texas 85248

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. R. P. Stout, President

(Typed or printed name and capacity of person signing application)

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98 FEB 3 AM 11:02



The State of Texas

SECRETARY OF STATE

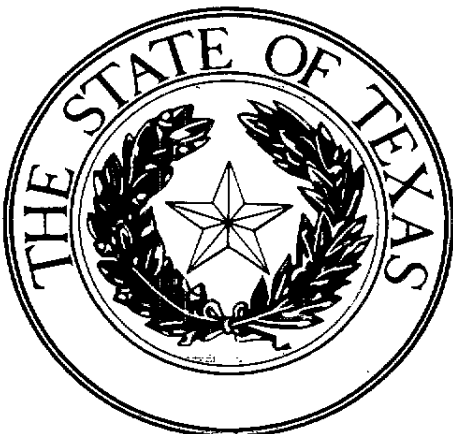
IT IS HEREBY CERTIFIED that
Articles of Incorporation of

BENCHMARK DEVELOPMENT, INC.
File No. **1146411-00**

were filed in this office and a certificate of incorporation was issued to this corporation
and no certificate of dissolution is in effect and the corporation is currently in existence.

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*IN TESTIMONY WHEREOF, I have hereunto
signed my name officially and caused to be
impressed hereon the Seal of State at my office in
the City of Austin, on February 11, 1998.*



Alberto R. Gonzales
Secretary of State

PH