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Heather Gilchrist, licensed in Florida,
Illinois, Indiana and Ohio

Jane Yeager Cheffy, of Counsel,
licensed in Florida and Ohio

September 22, 2000

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-09/26/00--01012--015
*****96.25 *****96.25

VIA OVERNIGHT COURIER

Secretary of State
STATE OF FLORIDA
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

100003403561--7
-10/06/00--01010--005
*****28.75 *****28.75

RE: **BENJAMIN CORPORATION, LLC**

Dear Ladies: —

In connection with incorporating the captioned limited liability company, enclosed are the following:

1. The original and one (1) copy of the Articles of Organization;
2. The original and one (1) copy of Affidavit;
3. The original and one (1) copy of Certificate of Designation of Registered Agent/Registered Office; and
3. Check in the amount of \$96.25 in payment of the following fees:

| | |
|----------------------------|-------------|
| Filing of Articles of Org. | 52.50 |
| Certificate Designating | |
| Registered Agent | 35.00 |
| Certified Copy/Articles of | |
| Organization | <u>8.75</u> |

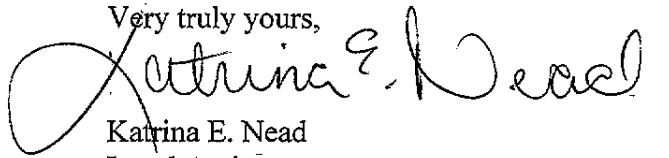
TOTAL \$96.25

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TALLAHASSEE, FLORIDA

100-12194
JL

Please file the documents and return a stamped filed copy and certified copy of the articles in the self-addressed stamped envelope enclosed. If you should have any questions, please do not hesitate to contact me.

Very truly yours,



Katrina E. Nead
Legal Assistant to
Heather Gilchrist

KEN
Enclosure

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00 OCT -5 PM 5:00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

September 27, 2000

KATRINA NEAD
HEATHER GILCHRIST, P.A.
2375 TAMiami TRAIL NORTH, SUITE 310
NAPLES, FL 34103

SUBJECT: BENJAMIN CORPORATION, LLC
Ref. Number: W00000023476

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TALLAHASSEE, FL

We have received your document for BENJAMIN CORPORATION, LLC and check(s) totaling \$96.25 of which \$96.25 has been designated to file this document. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

There is an additional amount of \$28.75 due. Refer to the attached fee schedule for a breakdown of the fees. Please return a copy of this letter to ensure your money is properly credited.

The name of the entity cannot include "CORPORATION." This word/abbreviation is readily associated with or is commonly used to denote another type of entity. Please amend your document throughout accordingly.

Effective October 1, 1999, Chapter 608, Florida Statutes, does not require or permit the filing of an "Affidavit of Membership and Capital Contributions." Therefore, the enclosed document has not been filed and is being returned to you.

The fees to file a Florida Limited Liability Company or register a Foreign Limited Liability Company are as follows: \$100 filing fee; and \$25 registered agent designation fee. Please include an additional \$30 for each certified copy requested (optional) and \$5.00 for each certificate of status requested (optional).

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) 487-6020.

Tammi Cline
Document Specialist

Letter Number: 900A00050797

ARTICLES OF ORGANIZATION

OF

BENJAMIN COMPANY, L.L.C..

We, the undersigned, do hereby certify that we have associated together for the purpose of forming a limited liability company under the State of Florida.

ARTICLE 1

Name

The name of the limited liability company shall be **BENJAMIN COMPANY, L.L.C.**

ARTICLE II

Address and Place of Business

The mailing address and principal place of business for the limited liability company

BENJAMIN COMPANY, L.L.C.
11926 Fairway Lakes Drive
Fort Myers, Florida 33913

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ARTICLE III

Period of Duration

The limited liability company shall begin existence on the day of filing, and shall continue into perpetuity, or until dissolved in a manner provided by law or by regulations adopted by the Members of the limited liability company.

ARTICLE IV

Purposes

The limited liability company may engage in the transaction of any or all lawful business for which limited liability companies may be formed under the laws of the State of Florida.

ARTICLE V

Registered Office and Agent

The name and street address of the registered agent of the Company in the State of Florida is Richard Worth, 11926 Fairway Lakes Drive, Fort Myers, Florida 33913.

ARTICLE VI
Capital Contributions

The members of the Company shall contribute to the capital of the Company the cash or property set forth in Exhibit "A".

ARTICLE VII
Additional Capital Contributions

Each member shall make additional capital contributions to the Company only on the unanimous consent of all the members.

ARTICLE VIII
Admission of New Members

No additional members shall be admitted to the Company except with the approval of a two-thirds membership interest of the members of the Company and on such terms and conditions as shall be outlined in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless a two-thirds vote of the members of the Company other than the member proposing to dispose of his or her interest approve of the proposed transfer, which votes shall be allocated in accordance with their membership interests.

ARTICLE IX
Termination of Existence

The Company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, on the occurrence of any other event that terminates the continued membership of a member in the Company, or the passage of ten days after the disposition of substantially all of the Company's assets and no other assets are acquired, unless the business of the Company is continued by the consent of all the remaining members, provided there is at least one remaining member. Notwithstanding the above, the Company shall be dissolved upon the written consent of all the members.

ARTICLE X
Management

The Company shall be managed by a manager in accordance with regulations adopted by the members for the management of the business and affairs of the Company. These regulations may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these articles of organization. The name and address of the initial manager of the Company is Richard Worth 11926 Fair Lakes Drive, Fort Myers, Florida 33913.

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TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these articles of organization at Fort Myers, Florida, this 19 day of Sept, 2000.



RICHARD WORTH

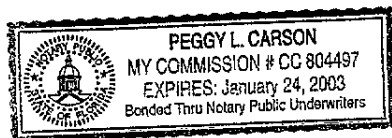
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TALLAHASSEE, FLORIDA


STATE OF FLORIDA
COUNTY OF COLLIER

I HEREBY CERTIFY that on this day before me, an officer duly qualified to take acknowledgments, personally appeared **RICHARD WORTH**, who is personally known to me or has produced FLDLW 630-757-49-348-0 as identification, to me well known to be the person(s) described in and who executed the foregoing instrument and acknowledged before me that she executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 19th day of September, 2000.

(SEAL)





NOTARY PUBLIC - STATE OF FLORIDA
(Print Type or Stamp Commissioned Name of
Notary Public)

**EXHIBIT A
TO
ARTICLES OF ORGANIZATION
FOR
BENJAMIN COMPANY, LLC**

Initial Contribution:

The initial contribution to the capital of **BENJAMIN COMPANY, L.L.C.**, by its members is as follows:

| Member | Cash |
|---------------|----------|
| Richard Worth | \$164.60 |
| Paul Kottom | \$ 35.40 |

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TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: **Benjamin COMPANY, LLC**
2. The name and address of the registered agent and office is:

Richard Worth
11926 Fairway Lakes Drive
Fort Myers, Florida 33913

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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.

Dated this 14 day of September, 2000.



RICHARD WORTH

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TALLAHASSEE, FLORIDA