

# L03000017527

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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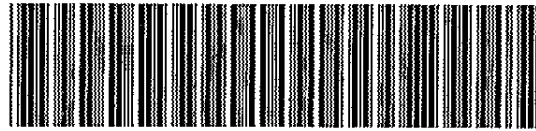
(Business Entity Name)

(Document Number)

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WRITER'S DIRECT NUMBER IS  
(301) 951-1500

May 13, 2003

Division of Corporations  
Department of State  
409E Gaines Street  
Tallahassee, Florida 32399

Re: Benevento Financial, LLC/Benevento Financial, Inc. Merger  
Our File No. 18229.1

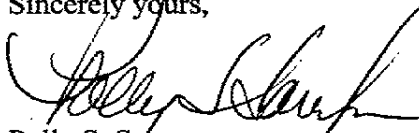
Ladies/Gentlemen:

I enclose the original and one copy of each of the following for filing as soon as possible:

- 1) Benevento Financial, LLC Articles of Organization;
- 2) Articles of Merger for Benevento Financial, Inc. to merge into Benevento Financial, LLC;
- 3) Checks in the amount of \$125 and \$70 for the respective filing fees.

Please call me if you have any questions or if additional information is required.

Sincerely yours,



Polly S. Sampson  
Corporate Paralegal

PSS

- round trip Federal Express -

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TALLAHASSEE, FLORIDA

**BENEVENTO FINANCIAL, LLC**

**ARTICLES OF ORGANIZATION FOR LIMITED LIABILITY COMPANY**

**ARTICLE I – Name:**

The name of the Limited Liability Company is: **BENEVENTO FINANCIAL, LLC** (“Company”).

**ARTICLE II – Address:**

The mailing address and street address of the principal office of the Limited Liability Company is: 101 N. Clematis Street, Suite 507, West Palm Beach, FL 33401.

**ARTICLE III – Duration:**

The period of duration for the Limited Liability Company shall be perpetual.

**ARTICLE IV – Management:**

The Limited Liability Company is a manager-managed Limited Liability Company. The Limited Liability Company shall be managed by a manager, who is designated, appointed or elected to act in such capacity in accordance with the Operating Agreement of the Limited Liability Company.

The person who is designated as manager of the Company is Frank A. Benevento II who shall carry out and further the decisions and actions of the managers or members made pursuant to the Operating Agreement and shall be authorized to execute on any and all reports, forms, instruments, documents, papers, writings, agreements and contracts, including but not limited to deeds, bills of sale, assignments, leases, promissory notes, mortgages and security agreements and any other type or form of document by which property or property rights of the Company are transferred or encumbered, or by which debts and obligations of the Company are created, incurred or evidenced, which are necessary, appropriate or beneficial to carry out or further such decisions or actions.

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

  
\_\_\_\_\_  
**Joe L. Leone – Authorized Representative**

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**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 TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: BENEVENTO FINANCIAL, LLC.
2. The name and the Florida street address of the registered agent are:

Frank A. Benevento II  
101 N. Clematis Street, Suite 507, West Palm Beach, FL 33401

*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.*

  
\_\_\_\_\_  
Frank A. Benevento II

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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