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TALLAHASSEE, FLORIDA

**LAW OFFICES OF
CLIFTON A. LIVINGSTON**

202 Crystal Grove Blvd.
LUTZ, FLORIDA 33548

(813) 948-7500
FAX (813) 948-2722

April 7, 2004

FEDERAL EXPRESS
Registration Section
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

**RE: Filing of ARTICLES OF ORGANIZATION FOR
 BENCHMARK DEVELOPMENT GROUP L.L.C.**

Dear Sir or Madam:

Please find enclosed the original Articles of Organization for the Florida Limited Liability Company known as BENCHMARK DEVELOPMENT GROUP L.L.C. along with our check for \$130.00 (filing fee for Articles \$100.00; Filing Designation of Registered Agent \$25.00; and Request for Certificate of Status \$5.00).

Thank you for your assistance in this matter. If you have any questions, please immediately contact me at the above telephone number.

Cordially,

A handwritten signature in black ink, appearing to be 'Clifton A. Livingston', written over a horizontal line.

Clifton A. Livingston, Esq.

CAL/Enclosures

**ARTICLES OF ORGANIZATION OF
BENCHMARK DEVELOPMENT GROUP L.L.C.**

The undersigned, being authorized to execute and file these Articles, hereby certifies that:

ARTICLE I — Name:

The name of the Limited Liability Company is: Benchmark Development Group L.L.C.

ARTICLE II — Address:

The mailing address and street address of the principal office of the Limited Liability Company is:
202 Crystal Grove Blvd., Lutz, Florida 33548

Article III — Registered Agent, Registered Office

The name and the Florida street address of the initial registered agent is Clifton A. Livingston,
202 Crystal Grove Blvd., Lutz, Florida 33548

Article IV — Management:

The Limited Liability Company is to be managed by its Managing Member pursuant to its current Operating Agreement. The initial Managing Member of the Limited Liability Company is Clifton A. Livingston.

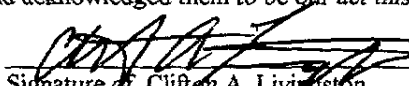
ARTICLE V — Initial Members:

The initial Member of the Limited Liability Company is Clifton A. Livingston.

ARTICLE VI — Limitation on Agency Authority of Members:


Pursuant to section 608.4235 of the Florida Limited Company Act, no member of the Company shall be an agent of the Company solely by virtue of being a member.

IN WITNESS WHEREOF, We have signed these Articles of Organization as an authorized representative of a member and acknowledged them to be our act this 7th day of April, 2004.


Signature of Clifton A. Livingston.

STATEMENT ACCEPTING APPOINTMENT AS REGISTERED AGENT

I hereby accept the designation as registered agent to accept service of process for the above stated limited liability company at the place designated in this statement. 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 under Chapter 608, Florida Statutes.


Clifton A. Livingston,
202 Crystal Grove Blvd., Lutz, Florida 33548
Signature of Registered Agent

Filing Fee: \$100.00 for Articles of Organization
 \$25.00 for Designation of Registered Agent

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