

L04000042604

(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

☐ PICK-UP

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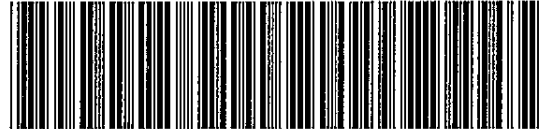
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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RECEIVED  
04 JUN -7 PM 1:11  
DEPT. OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

FILED  
04 JUN -7 AM 8:06  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*[Handwritten signature]*

*[Handwritten initials]*

# CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

*Benchmark Properties, LLC*

EFFECTIVE DATE  
*6/4/04*  
04 JUN -7 AM 8:06  
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TALLAHASSEE, FLORIDA

☒ Art of Inc. File

☐ LTD Partnership File

☐ Foreign Corp. File

☐ L.C. File

☐ Fictitious Name File

☐ Trade/Service Mark

☐ Merger File

☐ Art. of Amend. File

☐ RA Resignation

☐ Dissolution / Withdrawal

☐ Annual Report / Reinstatement

☐ Cert. Copy

☒ Photo Copy

☐ Certificate of Good Standing

☐ Certificate of Status

☐ Certificate of Fictitious Name

☐ Corp Record Search

☐ Officer Search

☐ Fictitious Search

☐ Fictitious Owner Search

☐ Vehicle Search

☐ Driving Record

☐ UCC 1 or 3 File

☐ UCC 11 Search

☐ UCC 11 Retrieval

☐ Courier

Signature

Requested by:

Name

Date

Time

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Will Pick Up

FILED  
04 JUN -7 AM 8:06  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION  
OF  
BENCHMARK PROPERTIES, LLC  
(a Florida Limited Liability Company)

The undersigned, desiring to form a limited liability company under the Florida Limited Liability Company Act, Chapter 608.401, et seq., Florida Statutes (the "Act"), do sign, acknowledge and deliver in duplicate to the Secretary, Florida Department of State, these Articles of Organization.

ARTICLE I  
Name

The name of the limited liability company (hereinafter referred to as the "Company") shall be Benchmark Properties, LLC.

ARTICLE II  
Duration

The Company shall exist perpetually from the date of the filing of these Articles of Organization with the Secretary of State of the State of Florida unless sooner dissolved according to law.

ARTICLE III  
Registered Agent and Office

The mailing address and street address of the principal office of the Company is 13131 University Drive, Fort Myers, Florida 33907.

The Company's initial registered agent will be James Garinger.

The Company's original registered office address, together with its principal place of business in Florida is 13131 University Drive, Fort Myers, Florida 33907.

ARTICLE IV  
Contributions

All initial amounts of capital contributions (including cash and/or any other property) shall be contributed by the members of the Company.

ARTICLE V  
Management

The Company is to be managed by the members.

ARTICLE VI  
Additional members and transfer of membership

Additional members may be admitted to the Company upon the unanimous consent of all members of the Company unless any Operating Agreement adopted by the Company provides otherwise. No member shall have the right nor the ability to transfer any interest or membership in the Company without the prior written unanimous agreement of all of the members of the Company.

ARTICLE VII  
Indemnification and Liability

A manager of the Company shall not be liable to the Company or its members for monetary damages for an act of omission in the manager's capacity as a manager, except that this Article VII does not eliminate or limit the liability of a manager to the extent that the manager is found liable for (i) a breach of the manager's duty of loyalty to the Company or its members; (ii) an act or omission that involves intentional misconduct or a knowing violation of the law; (iii) a transaction from which the manager received an improper benefit, whether or not the benefit resulted from an action taken within the scope of the manager's office; or (iv) an act or omission for which the liability of the manager is expressly provided by an applicable statute.

ARTICLE VIII  
Action of Members

Any action required by law to be taken at any annual or special meeting of members, or any action which may be taken at any annual or special meeting of members may be taken without a meeting without prior notice provided consent to the action shall be executed by the membership interest having not less than the minimum number of votes that would be necessary to take the action at a meeting at which the holders of all membership interest entitled to vote on the action were present and voted. Prompt notice of the taking of any action by the members in accordance with this Article shall be provided to those members who did not consent in writing to the action.

ARTICLE IX  
Effective Date

The undersigned executed these Articles of Organization effective as of June 4, 2004. The execution of these Articles of Organization constitutes an affirmation under penalty of

perjury that the facts and matters are true as stated herein.

In Witness Whereof, the parties have entered into, executed and made these Articles of Organization as of the day first above written.

Member:

  
Paul Sands

Member:

  
James Garinger

STATE OF FLORIDA  
COUNTY OF LEE

I hereby certify that on this day personally appeared before me, an officer duly authorized to administer oaths and take Acknowledgement, Paul Sands, who is personally known to me and who did not take an oath, and he acknowledged before me that he executed the same freely and voluntarily for the purposes therein expressed.

4 Witness my hand and official seal at Fort Myers, Lee County and State of Florida, this  
day of June, 2004.

(Sign)

(Print)

Notary

My commission expires



Marguerite G. Connell  
Commission # DD107999  
Expires May 23, 2006  
Bonded Thru  
Atlantic Bonding Co., Inc.

STATE OF FLORIDA  
COUNTY OF LEE

I hereby certify that on this day personally appeared before me, an officer duly authorized to administer oaths and take Acknowledgement, Paul Sands, who is personally known to me and who did not take an oath, and he acknowledged before me that he executed the same freely and voluntarily for the purposes therein expressed.

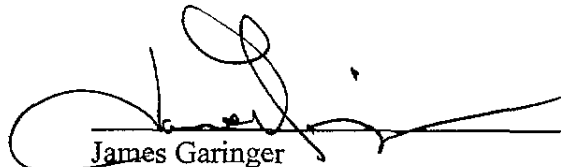
Witness my hand and official seal at Fort Myers, Lee County and State of Florida, this  
4 day of June, 2004.

(Sign) *Marguerite G. Connell*

(Print) Marguerite G. Connell  
Notary Public Commission # DD107999  
Expires May 23, 2006  
Banded Thru  
My commission expires May 23, 2006  
Banded Thru  
Atlantic Bonding Co., Inc.

### ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above stated Company, at the place designated in these Articles of Organization, I hereby agree to act in this capacity and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.



James Garinger  
Registered Agent