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Florida Department of State
Division of Corporations
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Katherine Harris, Secretary of State

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

BENEFITS INVESTMENT, INC.

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|-----------------------|---------|
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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

September 18, 2000

EMPIRE

SUBJECT: BENEFITS INVESTMENT, INC.
REF: W00000022701

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The name of the entity must be identical throughout the document.

You must list the corporation's principal office and/or a mailing address in the document.

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Becky McKnight
Document Specialist

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ARTICLES OF INCORPORATION
OF
BENEFITS INVESTMENT, INC.

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TALLAHASSEE, FLORIDA

ARTICLE I NAME

The name of the Corporation is BENEFITS INVESTMENT

ARTICLE II DURATION

The Corporation shall have perpetual existence.

ARTICLE III INITIAL REGISTERED
OFFICE AND AGENT

The initial registered office of this Corporation shall be 10146 Costa Del Sol Blvd., Miami, Florida 33178. The initial registered agent of this Corporation at such office shall be Esther Perez, who upon accepting this designation agrees to comply with the provisions of Section 49.01 Florida Statutes as amended from time to time, with respect to keeping the office open for the service of process.

ARTICLE IV INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consists of two (2) members. The number of directors may be increased or decreased from time to time by vote of the stockholders, but in no case shall the number of directors be less than two (2) no more than (6). The names and addresses of the directors constituting the initial Board of Directors are:

Name and Address
Esther Perez
10146 Costa Del Sol Blvd.
Miami, Florida 33178

Title
President-Director
and Treasurer

Anthony D. Bush
307 NW 177th Street Unit 128/129
Miami, Florida

Secretary-Director

Prepared By: Lisette Rodriguez, Esquire
10352 SW 12th Street
Miami, Florida 33174
tel: 305-643-0400
fax: 305-643-0034
Bar. No.: 0867100

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ARTICLE V PURPOSE

The purpose of this corporation is to engage in any activity or activities or business permitted under the laws of the State of Florida and the United States of America.

ARTICLE VI CAPITAL STOCK

The maximum number of shares which this Corporation is authorized to have outstanding at any time is 100 (one hundred) shares of common stock having a par value of \$10.00 (ten dollars) per share.

ARTICLE VII PREEMPTIVE RIGHTS

The holders of common stock of this Corporation shall have preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Board of Directors, those shares of the common stock of this Corporation which may be issued from time to time for money, property or past services in addition to that stock authorized and issued by the Corporation. The preemptive right of any holder is determined by the ratio of the authorized and issued shares of common stock currently authorized and issued.

ARTICLE VIII INCORPORATORS

The name and street address of the person signing these Articles of Incorporation is:

| | |
|--------------|---|
| Name | Address |
| Esther Perez | 10146 Costa Del Sol Blvd. Miami, Florida 33178 |

ARTICLE IX PRINCIPAL OFFICE

The principal office of the Corporation shall be 10146 Costa Del Sol Blvd., Miami, Florida 33178. The mailing address shall be the same as the principal office.

Prepared By: Lisette Rodriguez Esquina
10352 SW 11th Street
Miami, Florida 33174
Tel: 305-643-0400
Fax: 305-643-0034
Bar. No.: 0867100

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ARTICLES OF INCORPORATION

OF

BENEFITS INVESTMENT, INC.

IN WITNESS WHEREOF I have made, subscribed and acknowledged these Articles of Incorporation this 5th day of September 2000.

Esther Perez
Esther Perez/Incorporator

State of Florida
County of Miami Dade

Before me, the undersigned authority personally appeared Esther Perez to me known to be the person described herein as subscriber in, and who executed the foregoing Articles of Incorporation, and she acknowledged before me, after being identified by Florida Driver's License, that she executed and subscribed to these Articles of Incorporation.

Witness My Hand and Seal, in the City of Miami, County of Miami Dade, State of Florida, this 5th day of September 2000.

R. Rueda
Notary Public State of Florida

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT AND OFFICE ACCEPTANCE OF REGISTERED AGENT

Pursuant to the provisions of section 617.0501, Florida Statutes, the undersigned Corporation, organized under the laws of the state of Florida, submit the following statement in designating the registered office/registered agent in the State of Florida.

BENEFITS INVESTMENT, INC.
desiring to organize under the laws of the State of Florida, with its principle office, as indicated in the Articles of Incorporation has named Esther Perez located at 10146 Costa Del Sol Blvd., City of Miami, County of Miami Dade, State of Florida 33178 as its agent to accept service of process within this state.

HAVING BEEN NAMED AS REGISTERED AGENT TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED

Prepared By: Lisette Rodriguez, Esquire
16152 SW 11th Street
Miami, Florida 33174
tel: 305-643-0400
fax: 305-643-0034
Bar. No.: 0867100

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ARTICLES OF INCORPORATION
OF
BENEFITS INVESTMENT, INC.

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.

Esther Perez, Registered Agent
Date: 08/5/00

Prepared by:
Lisette Rodriguez, Esquire
10352 SW 11th Street
Miami, Florida 33174
Telephone: 305-643-0400
Fax: 305: 643-0034

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