

# P01000031727

## TRANSMITTAL LETTER

Department of State  
Division of Corporations  
PO Box 6327  
Tallahassee, FL 32314

800003907528--0  
-03/23/01--01053--011  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

**SUBJECT:** Bennington Development, Inc.

Enclosed is an original and one (1) copy of the articles of Incorporation and a check for \$78.75.

**FROM:** Mansour Max Sabeti  
128 E. Colonial Drive  
Orlando, FL 32801  
407-835-9199

**EFFECTIVE DATE**

03-16-01

FILED  
01 MAR 23 PM 2:21  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

L. Burch MAR 28 2001

**ARTICLES OF INCORPORATION**  
**OF**  
**BENNINGTON DEVELOPMENT, INC.**

**ARTICLE 1 - Name**

The name of the corporation is BENNINGTON DEVELOPMENT, INC.

**ARTICLE 2 - Address**

The street of the initial principle office of the corporation is 128 East Colonial Drive, Orlando, FL 32801. The mailing address of the corporation is the same.

**ARTICLE 3 - Shares**

This corporation is authorized to issue 100 shares of \$1.00 par value shares. All issued shares must be represented by certificates.

**ARTICLE 4 - Preemptive Rights**

Each shareholder, upon the sale for money of any new shares of this corporation of the same class or series as that which the shareholder already holds, shall have the right to purchase a pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE 5 - Initial Registered Office and Agent**

The street address of the corporation's initial registered office is 128 East Colonial Drive, Orlando, FL 32801 and the name of the initial registered agent at the office is MANSOUR MAX SABETI. The written acceptance by the registered agent is attached.

**ARTICLE 6 - Incorporator**

The name and address of each incorporator is:

MANSOUR MAX SABETI            128 E. Colonial Dr. Orlando, FL 32801

**ARTICLE 7 - Initial Board of Directors**

The names and addresses of the individuals who are to serve as the initial directors are:

MANSOUR MAX SABETI            128 E. Colonial Drive, Orlando, FL 32801  
MERWAN NAJME                    10823 Harkwood Blvd., Orlando, FL 32817

**ARTICLE 8 - Indemnification**

The corporation shall indemnify any Officer or Director or any former Officer or Director to the full extent permitted by law.

**ARTICLE 9 - Amendment**

The corporation has the right to amend these Articles of Incorporation at any time to add or change a provision that is required by law or permitted in these Articles or to delete a provision not required by law to be in these Articles.

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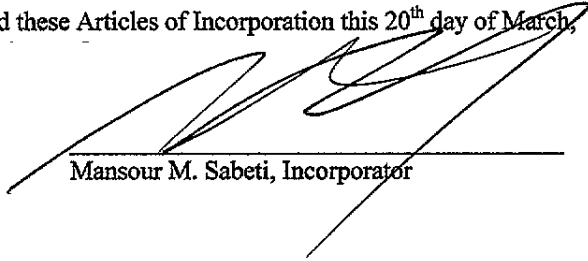
**ARTICLE 10 - Bylaws**

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board Of Directors or in the Shareholders, but any bylaw adopted by the Shareholders may not be altered, amended, or repealed by the Board of Directors.

**Article 11 - Date of Commencement of Corporate Existence**

Corporate existence begins on the date of signing of the Articles of Incorporation by the incorporator provide the Articles are filed by the Department of State within five (5) business days after such date; otherwise the date of corporate existence shall begin on the date the Articles are filed by the Department of State.

The undersigned incorporator executed these Articles of Incorporation this 20<sup>th</sup> day of March, 2001.

  
\_\_\_\_\_  
Mansour M. Sabeti, Incorporator

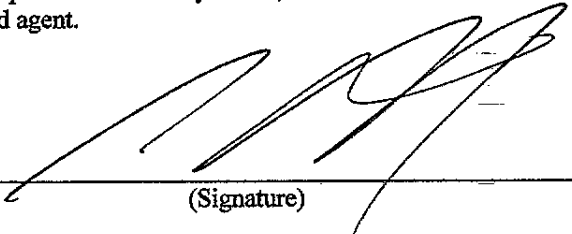
# **CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: **Bennington Development, Inc.**
2. The name and address of the registered agent and office is:

**Mansour Max Sabeti  
128 E. Colonial Drive  
Orlando, FL 32801**

Having been named as registered agent and to accept service of process for the above stated corporation 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.

  
\_\_\_\_\_  
(Signature)

3-2-01  
\_\_\_\_\_  
(Date)

**Registered Agent filing fee \$35.00**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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