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**TERESA ROMAN (TALLAHASSEE REPRESENTATIVE)**

**600004035286--0**

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**CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):**

1. **DS BENTLEY GROUP, INC.**  
(Corporation Name) (Document #)

2. \_\_\_\_\_  
(Corporation Name) (Document #)

3. \_\_\_\_\_  
(Corporation Name) (Document #)

4. \_\_\_\_\_  
(Corporation Name) (Document #)

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☒ Certified Copy

☐ Mail out ☐ Will wait

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☐ Certificate of Status

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<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

RECEIVED  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

01 APR 20 AM 10:06

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

01 APR 20 PM 12:43

**FILED**

Examiner's Initials

**ARTICLES OF INCORPORATION  
OF  
DS BENTLEY GROUP, INC.**

**FILED**  
01 APR 20 PM 12:13  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

The undersigned hereby adopt the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida:

**ARTICLE I: NAME**

The name of the corporation is DS Bentley Group, Inc.

**ARTICLE II: DURATION**

The corporation is to commence its corporate existence on the date of filing of the Articles of Incorporation and shall exist perpetually thereafter until dissolved according to law.

**ARTICLE III: PURPOSE**

The corporation is organized for the purpose of transacting any and all lawful business.

**ARTICLE IV: STATED CAPITAL**

The corporation is authorized to issue 100,000 shares of common at ONE 00/100 (\$1.00) par value common stock. Each outstanding share, regardless of class, shall be entitled to one vote on each matter submitted to a vote at a meeting of the shareholders.

The shares of stock may be issued for such consideration, having not less than the par value of the shares issued therefor, as is determined from time to time by the board of directors, to be paid, in whole or in part, in cash or other property, tangible or intangible, or in labor or services actually performed for the corporation. Shares may not be issued until the full amount of the consideration therefor has been paid. Thereafter, such shares shall be deemed to be fully paid and non-assessable.

**ARTICLE V: BOARD OF DIRECTORS**

All corporate powers shall be exercised by and under the authority of, and the business and affairs of the corporation shall be managed under the direction of, the board of directors.

Any and all of the powers and duties conferred to or imposed upon the board of directors, by resolution of the shareholders adopted at a special meeting called for that purpose, may be exercised or performed to such extent and by such person or persons as shall be provided by the shareholders.

The corporation shall have ONE director initially. The number of directors may thereafter be increased or decreased from time to time in accordance with the bylaws of the corporation.

The names and street addresses of the initial directors who shall hold office until their successors, who shall be chosen at the first meeting of the stockholders, have qualified shall be:

NAME:

ADDRESS:

Donald Samaria

1300 Coral Way, Suite 310, Miami, Florida 33145

#### **ARTICLE VI: INDEMNIFICATION**

The corporation shall indemnify any present or former officer or director, or person exercising powers and duties of a director, to the full extent now or hereafter permitted by law.

#### **ARTICLE VII: BYLAWS**

The power to adopt, alter, amend, or repeal bylaws shall be vested in the board of directors and the shareholders, but the board of directors may not alter, amend, or repeal any bylaws adopted by the shareholders if the shareholders provide that the bylaws shall not be altered, amended, or repealed by the board of directors.

#### **ARTICLE VIII: AMENDMENT**

These articles of incorporation may be amended at any time by a vote of the majority of the voting stock of the corporation outstanding, at any regular meeting of the stockholders or at any special meeting of the stockholders called for that purpose.

#### **ARTICLE IX: INCORPORATOR**

The name and address of the Incorporator to these articles of incorporation is:

NAME:

ADDRESS:

Donald Samaria

1300 Coral Way, Suite 310, Miami, Florida 33145

#### **ARTICLE X: PRINCIPLE OFFICE**

The street address of the initial principle office of the corporation shall be 1300 Coral Way, Suite 310, Miami, Florida 33145.

**ARTICLE XI: REGISTERED AGENT**

The street address of the initial registered office of the corporation is 1300 Coral Way, Suite 310, Miami, Florida 33145 and the name of the initial registered agent of the corporation at that address is Donald Samaria

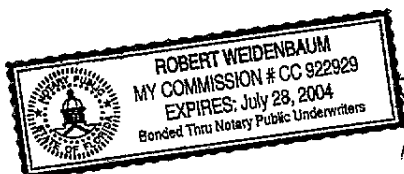
IN WITNESS WHEREOF, the undersigned, as incorporator, hereby execute(s) these articles of incorporation this 31 day of March, 2001.

Donald Samaria  
Incorporator (SEAL)

STATE OF FLORIDA        }  
                                      } SS:  
COUNTY OF MIAMI-DADE }

Before me, the undersigned authority, an officer duly authorized to administer oaths and take acknowledgments, personally appeared Donald Samaria, known to me and known by me to be the person who executed the foregoing articles of incorporation, and he acknowledged before me that he executed the same freely and voluntarily for the purposes expressed therein.

WITNESS my hand and official seal this 31 day of March, 2001, at Miami, Miami-Dade County, Florida.



[Signature]  
Notary Public State of Florida at Large

**ACCEPTANCE OF REGISTERED AGENT**

Having been named to accept service of process for DS Bentley Group, Inc., at the place designated in the Articles of Incorporation, Donald Samaria agrees to act in this capacity, and agrees to comply with the provisions of Section 48.091 Florida Statutes relative to keeping open such office.

Date: 3/31/01

Donald Samaria

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11 APR 20 PM 12:43  
CLERK OF STATE  
TALLAHASSEE FLORIDA