

*Sam C. Caliendo*

ATTORNEY AT LAW

**PO10000073680**

Department of State  
State of Florida  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

200004493362--8  
-07/24/01--01050--008  
\*\*\*\*122.50 \*\*\*\*\*78.75

Re: Bentley

Dear Sirs:

Enclosed please find my check in the amount of \$122.50 for the filing fee, and the executed articles of incorporation, to file the above referenced corporation. Please return the certificate of incorporation and the articles to the undersigned upon filing.

Thank you for your attention to this matter.

Sincerely,



Sam C. Caliendo

FILED  
01 JUL 24 PM 12:08  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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01 JUL 24 PM 12:08  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**  
**OF**  
**BENTLEY THE DOG CORPORATION**

**ARTICLE I**

**NAME OF CORPORATION AND CORPORATE ADDRESS**

The name of this corporation is: BENTLEY THE DOG CORPORATION and the corporate address is: 3350 Boca Raton Boulevard, Suite A-2, Boca Raton, Florida.

**ARTICLE II**

**DURATION**

This corporation has perpetual existence unless otherwise specified in these Articles of Incorporation.

**ARTICLE III**

**PURPOSES**

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

**ARTICLE IV**

**CAPITAL STOCK**

This corporation is authorized to issue 500 shares of common stock with a par value of One Dollar (\$1.00) per share.

**ARTICLE V**

**INITIAL REGISTERED OFFICE AND AGENT**

The initial registered office of the corporation is: 3350 Boca Raton Boulevard, Suite A-2,

Boca Raton, Florida, and the Registered agent at that address is: Sam S. Caliendo.

#### ARTICLE VI

##### INITIAL BOARD OF DIRECTORS

This corporation shall have one Director initially. The number of Directors may be increased from time to time by the By-Laws but shall never be less than One (1) nor more than Seven (7). The name(s) and address(es) of the initial Directors(s) of this corporation is/are:

Sam S. Caliendo  
3350 Boca Raton Boulevard  
Suite A-2  
Boca Raton, Florida 33431

#### ARTICLE VII

##### INCORPORATION

The name(s) and address(es) of the person signing these Articles of Incorporation is/are:

Sam S. Caliendo  
3350 Boca Raton Boulevard, Suite A-2  
Boca Raton, Florida 33441

#### ARTICLE VIII

##### BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and Shareholders.

#### ARTICLE IX

##### INITIAL ISSUE OF STOCK

<u>Name</u>	<u>Shares</u>
Sam S. Caliendo	-500--

**ARTICLE X****APPROVAL OF SHAREHOLDERS FOR MERGER**

The approval of the shareholders of this corporation to any plan or merger will be required in every case, whether or not such approval is required by law.

**ARTICLE XI****MEETINGS BY CONFERENCE**

Members of the Board of Directors may participate in special meetings by conference telephone, as provided by law, but regular meetings of the Board of Directors must be attended in fact, in person, by each Director.


**ARTICLE XII****AMENDMENT**

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

**ARTICLE XIII****INDEMNIFICATION**

This corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

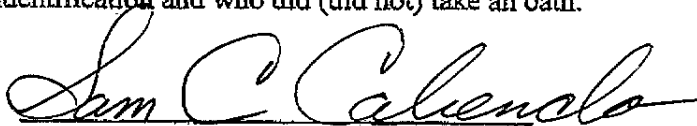
IN WITNESS WHEREOF the undersigned subscriber has executed these Articles of Incorporation this 19 day of July, 2001.

  
\_\_\_\_\_  
Sam S. Caliendo  
Subscriber

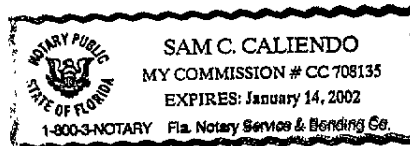
STATE OF FLORIDA )

COUNTY OF )

The foregoing instrument was acknowledged before me this 19 day of July, 2001, by Sam S. Caliendo who is personally known to me or who has provided \_\_\_\_\_ as identification and who did (did not) take an oath.

  
NOTARY PUBLIC, STATE OF FLORIDA

My Commission Expires:

**ACCEPTANCE OF REGISTERED AGENT**

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

  
\_\_\_\_\_  
Sam S. Caliendo

Address: 3350 Boca Raton Boulevard, Suite A-2, Boca Raton, Florida 33431