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LAW OFFICES

MURPHY, McFARLANE, MAGEE & DOLAN

1132 S.E. 2nd Avenue, Fort Lauderdale, FL 33316

(954) 525-5509

(888) 771-6772

(954) 525-4509 FAX

mmagee@murphymcfarlane.com

August 14, 2001

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Florida Department of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, Florida 32399

Re: Articles of Incorporation

To Whom it May Concern:

Enclosed herein please find Articles of Incorporation for Benham Security, Inc., Benham Safety, Inc. and Feng Shui Design, Inc. along with Murphy, McFarlane, Magee & Dolan Account Check number 1852 in the amount of \$87.50 and Bright Line, Inc. check numbers 4210 and 4211 made payable to the Department of State.

Please return the certified copy of the Articles to the undersigned when filed.

Thank you for your anticipated cooperation in this matter. If after your receipt and review of this correspondence you have any questions, or if I can be of any further assistance, please do not hesitate to contact me.

Very truly yours,

  
J. MICHAEL MAGEE

JMM/dak  
Enclosures

FILED  
01 AUG 15 AM 11:24  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

Law  
8/20/01

**ARTICLES OF INCORPORATION  
OF  
BENHAM SAFETY, INC.**

**FILED**  
01 AUG 15 AM 11:24  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**Article I – Name and Location**

The name and location of this corporation is as follows:

Benham Safety, Inc.  
10220 N.W. 50<sup>th</sup> Street  
Sunrise, FL 33351

**Article II – Principal Place of Business Duration**

The principal place of business of this corporation will be 10220 N.W. 50<sup>th</sup> Street, Sunrise, Florida 33351. The mailing address of the corporation will be 10220 N.W. 50<sup>th</sup> Street, Sunrise, Florida 33351.

**Article III – Purpose**

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

**Article IV – Capital Stock**

100 shares of One Dollar (\$1.00) par value common stock to be issued to Kenneth Rush.

**Article V – Preemptive Rights**

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his 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 VI – Directors/Officers**

This corporation shall have one director/president initially. The director/president will be Kenneth Rush. The number of directors may be increased or decreased from time to time by the bylaws, but shall never be less than one. This corporation shall have one vice-president/treasurer who will be Astrid Rush.

The name and address of the director/president is Kenneth Rush, 10220 N.W. 50<sup>th</sup> Street, Sunrise, Florida 33351; the name and address of the vice-president/treasurer is Astrid Rush, 10220 N.W. 50<sup>th</sup> Street, Sunrise, Florida 33351.

#### **Article VII – Initial Registered Office and Agent**

The street address of the initial registered office of this corporation is J. Michael Magee, Murphy, McFarlane, Magee & Dolan, 1132 S.E. 2<sup>nd</sup> Avenue, Fort Lauderdale, Florida 33316, and the name of the initial registered agent of this corporation at that address is J. Michael Magee.

#### **Article VIII – Incorporator**

The name and address of the person signing these Articles of Incorporation (Incorporator and Subscriber) is:

Kenneth Rush, 10220 N.W. 50<sup>th</sup> Street, Sunrise, Florida 33351

#### **Article IX – Indemnification**

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

#### **Article X - Amendment**

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at the stockholder's meeting by a majority of the stockholders entitled to vote, unless all of the directors and all of the stockholders sign a written agreement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

#### **Article XI – Stock Agreements**

The stockholders of this corporation may enter into agreements between themselves regarding their respective rights and duties with reference to the shares of stock of this corporation, and such agreements may include any limitation upon the transferability or assignment of the stock and the conferring of preemptive rights of purchase upon the stockholders as condition precedent to the sale of other stock, and such agreements shall be valid, and this corporation may join as a party thereto.

**Article XII – Existence/Duration**

This corporation shall have perpetual existence commencing as of the date of filing of these Articles of Incorporation.

IN WITNESS WHEREFORE, the undersigned Incorporator, **KENNETH RUSH**, Director/President has executed these Articles of Incorporation this 12<sup>th</sup> day of June, 2001.

  
\_\_\_\_\_  
**KENNETH RUSH, Director/President**

STATE OF FLORIDA

SS:  
COUNTY OF Broward

BEFORE ME, the undersigned authority, this 12<sup>th</sup> day of June, 2001 personally appeared Kenneth Rush who is personally known ☒ OR produced identification \_\_\_\_\_ (type of identification produced), and upon being first duly sworn according to law, deposes and says that she executed the foregoing and that the statements and allegations contained therein are true and correct to the best of her knowledge and belief.

**PATRICIA A. THOMPSON-PEREZ**  
Notary Public - State of Florida  
My Commission Expires Jun 7, 2002  
Commission # CC749171

  
\_\_\_\_\_  
Notary Public

My Commission Expires:

**ACCEPTANCE OF REGISTERED AGENT**

The undersigned hereby accepts the appointment as Registered Agent of Benham Safety, Inc. and the undersigned, having being named to accept service of process for Benham Safety, Inc. at the place designated in the Articles of Incorporation 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.

DATED this 14<sup>th</sup> day of AUGUST, 2001

  
\_\_\_\_\_  
**J. MICHAEL MAGEE**  
Registered Agent