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(Address)

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TALLAHASSEE, FLORIDA

VI

Sam C. Caliendo ATTORNEY AT LAW
OF COUNSEL: Simon M. Casoria, III, Esq.
Charles A. Goff, Esq.

March 26, 2003

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

Re: Bentley Development Corp.
~~Bentley Towers, Inc.~~
Bentley Commerce Center, Inc.

Dear Sirs:

Enclosed please find my check in the amount of $236.55 to file the above three referenced corporations. Each corporation includes $35.00 for the filing fee, $35.00 for the registered agent designation, and $8.75 for a certified copy, along with the executed articles of incorporation. Please return the certificate of incorporation and the articles to the undersigned upon filing.

Thank you for your attention to the matter.

Sincerely,

Sam C. Caliendo

1430 SOUTH FEDERAL HIGHWAY, SUITE 302 • DEERFIELD BEACH, FLORIDA 33441
TELEPHONE 954-418-8711 • FAX 954-571-1749

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TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

BENTLEY COMMERCE CENTER, INC.

ARTICLE I

NAME OF CORPORATION AND CORPORATE ADDRESS

The name of this corporation is: BENTLEY COMMERCE CENTER, INC. 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

Name	Shares
Sam S. Caliendo	-1,000--

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 of director, to the full extent permitted by law.

IN WITNESS WHEREOF the undersigned subscriber has executed these Articles of Incorporation this 18th day of March, 2003.

Sam S. Caliendo
Subscriber

STATE OF FLORIDA)
)
COUNTY OF)

The foregoing instrument was acknowledged before me this 8th day of March, 2003, 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:

Lynn S. Wolter
MY COMMISSION # DD047890 EXPIRES
September 18, 2005
BONDED THRU TROY FAIN INSURANCE, INC.

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

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