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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP     WAIT     MAIL

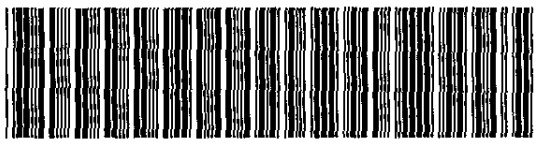
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

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2005 FEB -3 PM 3:12

RECEIVED  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

FILED  
2005 FEB -3 P 1:34  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



UCC FILING & SEARCH SERVICES, INC.  
526 East Park Avenue  
Tallahassee, Florida 32301  
(850) 681-6528

**HOLD**  
FOR PICKUP BY  
UCC SERVICES  
OFFICE USE ONLY

February 3, 2005

**CORPORATION NAME (S) AND DOCUMENT NUMBER (S):**

Bentley Holdings Group, Inc.

**Filing Evidence**

- Plain/Confirmation Copy
- Certified Copy

**Retrieval Request**

- Photocopy
- Certified Copy

**Type of Document**

- Certificate of Status
- Certificate of Good Standing
- Articles Only
- All Charter Documents to Include Articles & Amendments
- Fictitious Name Certificate
- Other

NEW FILINGS	
X	Profit
	Non Profit
	Limited Liability
	Domestication
	Other

AMENDMENTS	
	Amendment
	Resignation of RA Officer/Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

OTHER FILINGS	
	Annual Reports
	Fictitious Name
	Name Reservation
	Reinstatement

REGISTRATION/QUALIFICATION	
	Foreign
	Limited Liability
	Reinstatement
	Trademark
	Other

**ARTICLES OF INCORPORATION  
OF**

**Bentley Holdings Group, Inc.**

**FILED**  
2005 FEB - 3 P 1:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned hereby forms a corporation for profit under Chapter 607 of the laws of the State of Florida.

**ARTICLE I. NAME**

The name of the corporation shall be **Bentley Holdings Group, Inc.** The address of the principal office of this corporation shall be c/o Freeman Buczyner & Gero, 1 S.E. 3<sup>rd</sup> Avenue, Suite 2150, Miami, Florida 33131, and the mailing address of the corporation shall be the same.

**ARTICLE II. NATURE OF BUSINESS**

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory, or nation.

**ARTICLE III. CAPITAL STOCK**

The maximum number of shares of stock the corporation is authorized to have outstanding at any one time is 100, all of which shall be classified as common stock and have a par value of \$1.00 each.

**ARTICLE IV. REGISTERED AGENT**

The street address of the initial registered office of this corporation shall be 301 W. Hallandale Beach Blvd., Hallandale Beach, Florida 33009, and the name of the initial registered agent of the corporation at that address is Leslie Alan Rozencwaig.

**ARTICLE V. TERM OF EXISTENCE**

This corporation is to exist perpetually.

**ARTICLE VI. OFFICER & DIRECTOR**

The names and addresses of the initial Directors are:

Andrea Alberghini  
c/o 1 S.E. 3<sup>rd</sup> Avenue, Suite 2150  
Miami, Florida 33131

President/Secretary/Director

**ARTICLE VII. INCORPORATOR**

The name and street address of the incorporator to these Articles of Incorporation are:

UCC Filing & Search Services, Inc.  
526 East Park Avenue  
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of UCC Filing & Search Services, Inc., has executed these articles of incorporation on February 3, 2005.

UCC Filing & Search Services, Inc.

By: Alison Hand  
Alison Hand, Assistant Secretary

ACCEPTANCE OF REGISTERED AGENT  
DESIGNATED IN THE ARTICLES OF INCORPORATION

ROZENCWAIG & FERRERO-CARR, a general partnership residing in this state, having a business office identical with the registered office of the corporation named below, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation of:

Bentley Holdings Group, Inc.

is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

ROZENCWAIG & FERRERO-CARR  
General Partnership

By: 

LESLIE ALAN ROZENCWAIG, ESQ.

2005 FEB -3 P 1:34  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
**FILED**