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LAW OFFICES

PHETERSON & BLEAU

400 SOUTH DIXIE HIGHWAY

THE ARBOR - SUITE 128

BOCA RATON, FLORIDA 33432-6024

), JEFFREY PHETERSON DENISE J. BLEAU TELEPHONE: (561) 391-9941 FACSIMILE: (561) 391-7691

February 14, 2005

VIA FEDERAL EXPRESS

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

Re: Benefit Reporting Services, Inc.

Dear Sir/Madam:

Enclosed are two (2) originals of the Articles of Incorporation for Benefit Reporting Services, Inc. Please file the Articles of Incorporation and return one (1) certified copy to me in the enclosed, self-addressed envelope.

Also enclosed is a \$78.75 check, payable to the Florida Department of State, for payment of the filing fees, as follows:

Articles of Incorporation	\$ 35.00
Designation of and Acceptance by	
Registered Agent	35.00
Certified Copy of Articles of	
Incorporation	<u>8.75</u>
TOTAL	e 70 75
TOTAL	\$ <u>78.75</u>

Thank you for your assistance in this matter.

Very truly yours,

I. Jeffrey Pheterson

IJP/jdn Enclosures

cc: Christine Groeneveld

APPROVED

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OF BENEFIT REPORTING SERVICES, INC. SECRETARY OF STACK PART ABASSET, EXTRACT ORDER OF TALL ABASSET, EXTRACT ORDER OF TALL

ARTICLES OF INCORPORATION

ARTICLE I

The name of the corporation is Benefit Reporting Services, Inc.

ARTICLE II **PURPOSE**

The corporation is organized for the purpose of conducting and carrying on and transacting any and all lawful activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE III CAPITAL STOCK

The maximum number of shares that the corporation is authorized to have outstanding at any time is 1000 shares of common stock, which shall have a par value of ONE AND NO/100 DOLLARS (\$1.00) per share.

The common stock of the corporation shall have the following characteristics:

At all meetings of the shareholders the common shareholders shall a. be entitled to cast one (1) vote for each share of common stock owned. That a common shareholder is interested in a matter to be voted upon shall not disqualify the shareholder from voting thereon.

b. Except as otherwise provided by law, the entire voting power for the election of Directors and for all other purposes shall be vested exclusively in the holders of the outstanding common stock.

ARTICLE IV TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE V PRINCIPAL OFFICE

The address of the initial principal office of the corporation in the State of Florida is 845 Grand Hughey Court, Apopka, Florida, 32712. The Board of Directors may, from time to time, change the street address and post office address of the corporation as well as the location of its principal office.

ARTICLE VI REGISTERED OFFICE AND AGENT

The address of the initial registered office of the corporation is 845 Grand Hughey Court, Apopka, Florida, 32712, and the name of the registered agent of the corporation at that address is Christine Groeneveld.

ARTICLE VII BOARD OF DIRECTORS

This corporation shall have four (4) Directors initially. The number of Directors may be either increased or diminished from time to time by the Bylaws but shall never be less than one (1). The name and address of the initial Directors of this corporation are:

NAME ADDRESS

Christine Groeneveld 845 Grand Hughey Court

Apopka, Florida 32712

Michael Groeneveld 845 Grand Hughey Court

Apopka, Florida 32712

Katherine Groeneveld 845 Grand Hughey Court

Apopka, Florida 32712

Patricia Campbell 6827 South Lakewoods Drive

Georgetown, TX 78628

ARTICLE VIII AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, in the manner provided by law.

ARTICLE IX INDEMNIFICATION

This corporation may indemnify and hold harmless its officers, employees, agents, or former officers, employees, agents, or other persons to the full extent of its rights and powers to do so, as provided by the present and future laws of the State of Florida.

ARTICLE X INCORPORATOR

The name and address of the person signing these Articles of Incorporation as an Incorporator is:

Christine Groeneveld

845 Grand Hughey Court Apopka, Florida 32712 IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this $\sqrt{8}$ day of February, 2005.

Christine Groeneveld, Incorporator

STATE OF FLORIDA

SS:

COUNTY OF ORANGE

Before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared CHRISTINE GROENEVELD, known to me to be the person who executed the foregoing Articles of Incorporation, and she acknowledged before me that she executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid this $\frac{\delta}{2}$ day of February, 2005.



Notary Public,

State of Florida at Large

My Commission Expires: 9/30/2006

ACCEPTANCE OF REGISTERED AGENT

Having been designated to accept service of process for the above-named corporation, at the place set forth hereinabove, the undersigned hereby accepts such designation and agrees to act in such capacity and to comply with all provisions of Section 48.091, Florida Statutes, relative to keeping said office open.

Christine Groeneveld, Registered Agent

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