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LAW OFFICES
PHETERSON & BLEAU
400 SOUTH DIXIE HIGHWAY
THE ARBOR - SUITE 128
BOCA RATON, FLORIDA 33432-6024

I. 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	<u>\$ 78.75</u>

Thank you for your assistance in this matter.

Very truly yours,



I. Jeffrey Pheterson

IJP/jdn
Enclosures
cc: Christine Groeneveld

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AND
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
BENEFIT REPORTING SERVICES, INC.**

**ARTICLE I
NAME**

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:

a. At all meetings of the shareholders the common shareholders shall 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

Christine Groeneveld
Christine Groeneveld, Incorporator

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