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April 18, 2005

Florida Department of State Division of Corporations Post Office Box 6327 Tallahassee, Florida 32314

RE: Benefit Products, Inc.

Dear Sirs:

Please find enclosed the original and one copy of the proposed Charter for the above referenced corporation (including designation of Resident Agent) together with a check payable to your order in the amount of \$78.75 to cover the following:

Filing fee for Charter	\$ 35,00
Certified copy of Charter	8.75
Filing fee for Certificate of Registered Agent	35.00

TOTAL: \$ 78.75

Please return the certified copy of the Charter to me.

Thank you for your cooperation in this matter.

Sincerely yours,

Michael J. Cooper

MJC/slw

Enclosures

xc; Ms. Arlette C. Pennerman

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FLORIDA DEPARTMENT OF STATE Glenda E. Hood Secretary of State

April 22, 2005

MICHAEL J. COOPER 321 NW 3RD AVE. OCALA, FL 34475

SUBJECT: BENEFIT PRODUCTS, INC.

Ref. Number: W05000020547

We have received your document for BENEFIT PRODUCTS, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

PLEASE LIST ONLY ONE REGISTERED AGENT FOR SERVICE OF PROCESS.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6047.

Dease see changes.

Carolyn Lewis Document Specialist New Filings Section

Letter Number: 505A00027982



ARTICLES OF INCORPORATION OF BENEFIT PRODUCTS, INC.

The undersigned, for the purposes of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation is Benefit Products, Inc. with a principal office and mailing address of 8610 SE 166th Birch Brook Loop., Lady Lake, FL 32162...

ARTICLE II - COMMENCEMENT AND DURATION

The duration of the corporation is perpetual. The date and time of the commencement of corporate existence is the time of filing of the Articles of Incorporation by the Department of State of the State of Florida.

ARTICLE III - PURPOSE

The general purposes for which the corporation is organized are to transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE IV - CAPITAL STOCK

The aggregate number of shares which the corporation is authorized to issue is Seven Thousand Five Hundred (7.500) shares. Such shares shall be of a single class and shall have a par value of One Dollar (\$1.00) per share.

ARTICLE V - REGISTERED OFFICE

The street address of the initial principal office and registered office of the corporation is: <u>8610 SE 166th Birch Brook</u> Loop, Lady Lake, FL 32162. The name of its initial Registered Agent is Arlette C. Pennerman.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The corporation shall have one (1) director(s) initially. The number of directors may be either increased or diminished from time to time by the By-Laws. The name and address of the initial director(s) is/are:

ARLETTE C. PENNERMAN, 8610 SE 166th Birch Brook Loop, Lady Lake, FL 32162

ARTICLE VII - INCORPORATOR

The name and address of the incorporator is:

ARLETTE C. PENNERMAN, 8610 SE 166th Birch Brook Loop, Lady Lake, FL 32162

ARTICLE VIII

This corporation is a small business corporation within the meaning of Section 1244 of the Internal Revenue Code and as soon as is practicable this corporation shall adopt a Section 1244 offering plan.

ARTICLE IX - PRE-EMPTIVE RIGHTS

The shareholder(s) may adopt, by written agreement, a plan providing for pre-emptive rights as to the issuance, sale or transfer of any stock. If such agreement exists there shall be printed on the face of all stock in a legible manner proper words to notify any holder, buyer or transferee thereof of such agreement.

in a legible manner proper words to notify any holder, buyer or transferee thereof of such agreement.
EXECUTED by the undersigned person at Ocala, Marion County, Florida, on this the day of April, 2005.
ARLETTE C. PENNERMAN Incorporator
I, <u>ARLETTE Ç. PENNERMAN</u> , accept the office of Registered Agent. I am located at <u>8610 SE 166th Birch Brook Loop, Lady Lake, FL 32162</u> , the registered office of this corporation.
ARLETTE C. PENNERMAN Incorporator
STATE OF FLORIDA COUNTY OF MARION
The foregoing instrument was acknowledged before me this day of, 2005 by ARLETTE C. PENNERMAN, as Incorporator and as Registered Agent, who:
A) is/are personally known to me <u>OR</u> who has/have produced a driver's license <u>OR</u> other identification: B) did <u>OR</u> did not take an oath.
Signature of Notary Public Print Name: HARVU WACCEY AFFIX SEAL/EXPIRATION DATE: Waccey WACCEY AFFIX SEAL/EXPIRATION DATE: