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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

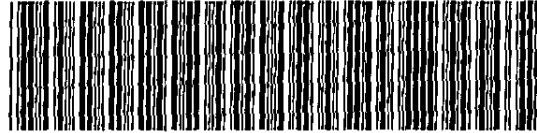
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
05 MAY 11 PM 3:05
AND FILED

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18 5 17

LAW OFFICES
BRIAN C. DEUSCHLE, CHARTERED

SUITE 400
800 SOUTHEAST THIRD AVENUE
FORT LAUDERDALE, FLORIDA 33316

TELEPHONE (954) 763-7200
TELECOPIER (954) 522-7728
E-MAIL b.c.d.chartered@worldnet.att.net

May 9, 2005

Via U.S. Mail

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

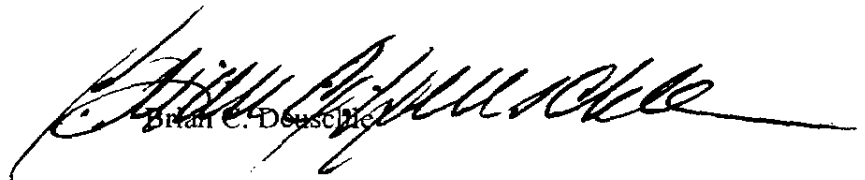
**RE: Organization of Bennett Adventures, Inc.
Articles of Incorporation
Our File No. 1923-05-2-31**

Dear Sir or Madam:

Please find enclosed an original and one (1) copy of the Articles of Incorporation of Bennett Adventures, Inc. for filing with your office, together with our Firm's check (#1791) in the amount of \$78.75, representing the filing fee in connection with same. Kindly forward a certified copy of said Articles to the undersigned in the self-addressed, stamped envelope provided for your convenience.

Should you have any questions with regard to the foregoing, please contact our office.

Sincerely,



Brian C. Deuschle

BCD/cs
Enclosures

cc: Mr. Tom W. Bennett (with copy of Articles)

APPROVED
AND
FILED

ARTICLES OF INCORPORATION
OF
BENNETT ADVENTURES, INC.

05 MAY 11 PM 3:06

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of the corporation is BENNETT ADVENTURES, INC.

ARTICLE II

The corporation shall have a perpetual existence.

ARTICLE III

The general nature of the business and the objects and purposes proposed is for the purpose of buying, selling, leasing and otherwise dealing in real estate and for the transaction of any and all lawful business for which corporations may be incorporated pursuant to Chapter 607, Florida Statutes, known as the Florida Business Corporation Act.

ARTICLE IV

The total number of shares of all classes of stock which the corporation is authorized to issue is One Thousand (1,000) shares of voting Common Stock with One and 00/100 Dollar (\$1.00) par value.

The amount of capital which this corporation has authorized and which has been paid in as of this date is One Thousand and 00/100 Dollars (\$1,000.00).

ARTICLE V

The street address of the initial principal office of the corporation is 7307 Somerset Shores Court, Orlando, Florida 32819. The principal office of the corporation may be changed to any other city of the State of Florida designated by the Board of Directors. The name and address of the initial Registered Agent is Brian C. Deuschle, Esquire, 800 Southeast Third Avenue, Suite 400, Fort

Lauderdale, Florida 33316. The corporate mailing address is 7307 Somerset Shores Court, Orlando, Florida 32819.

ARTICLE VI

The number of directors shall not be less than one (1).

ARTICLE VII

The name(s) and post office address(es) of the initial Board of Directors of the corporation is (are):

Tom W. Bennett
7307 Somerset Shores Court
Orlando, Florida 32819

ARTICLE VIII

The name and address of the person signing these Articles is Tom W. Bennett, 7307 Somerset Shores Court, Orlando, Florida 32819.

ARTICLE IX

The By-Laws of the corporation may be adopted, altered, amended or repealed by either the Board of Directors or the Shareholders. Any By-Law adopted by the Shareholders may provide that one or more provisions thereof shall not be amended or repealed by the Board of Directors, in which case such provisions may be amended, altered or repealed only by the Shareholders.

ARTICLE X

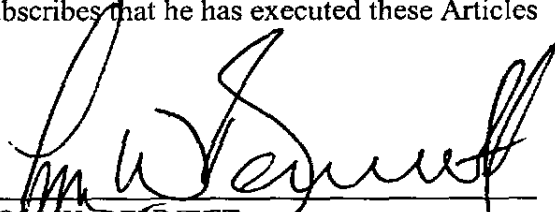
The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XI

The corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute and all rights

conferred upon stockholders herein are granted subject to this reservation.

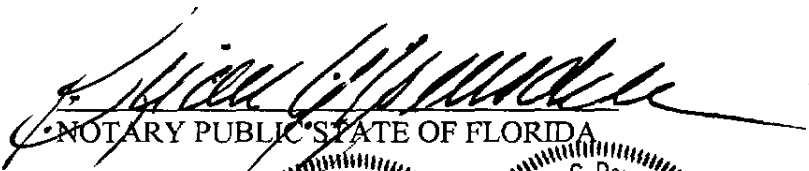
IN WITNESS WHEREOF, the undersigned subscribes that he has executed these Articles of Incorporation on this 29th day of April, 2005.

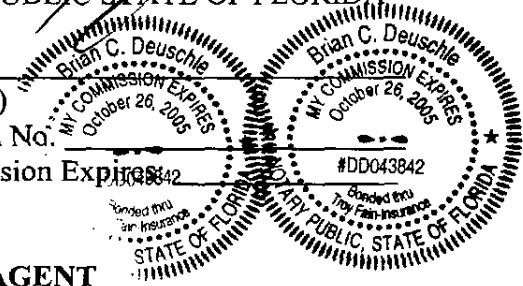


TOM W. BENNETT
Incorporator

STATE OF FLORIDA)
)S.S.
COUNTY OF BROWARD)

The foregoing instrument was acknowledged before me this 29th day of April, 2005, by TOM W. BENNETT, who is personally known to me or who has produced 16/A as identification.




NOTARY PUBLIC STATE OF FLORIDA
(Print Name) Brian C. Deuschle
Commission No. DD043842
My Commission Expires October 26, 2005


ACCEPTANCE BY REGISTERED AGENT

I, BRIAN C. DEUSCHLE, ESQUIRE, hereby accept the designation of Resident Agent for service of process upon BENNETT ADVENTURES, INC., a corporation within the State of Florida, in accordance with Section 48.091, Florida Statutes.

DATED this 29th day of April, 2005.



BRIAN C. DEUSCHLE, ESQUIRE
Registered Agent