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Division of Corporations

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SECRETARY OF STATE
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FLORIDA PROFIT/NON PROFIT CORPORATION

BENTLEY MORGAN ROYCE GROUP, INC.

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**ARTICLES OF INCORPORATION
OF
BENTLEY MORGAN ROYCE GROUP, INC.**

The undersigned, desiring to form a Corporation for the purposes hereinafter stated, under and pursuant to Chapter 607 of the Florida Statutes, do hereby declare as follows:

I. NAME

The name of the Corporation shall be **BENTLEY MORGAN ROYCE GROUP, INC.**

II. BUSINESS AND POWERS

The Corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

III. STOCK

The maximum number of shares of stock which this Corporation is authorized to have outstanding at any time shall be **FIVE HUNDRED (500)** shares of common stock having a par value of **\$1.00** per share. The capital stock may be paid for in property, labor or services at a just valuation, to be fixed by the incorporators or by the Directors at a meeting called for such purpose or at the organizational meeting. Property, labor or services may be purchased or paid for with the capital stock at a just valuation of said property, to be fixed by the Directors of the Company. Stock in other corporations or on-going businesses may be purchased by the Corporation, in return for the issuance of its capital stock, and said purchases shall be on such basis and for such consideration as the issuance of so much of the capital stock as the Directors of the Company may decide.

IV. MINIMUM CAPITAL

The amount of capital with which this Corporation will begin business shall not be less than **FIVE HUNDRED DOLLARS (\$500.00)**.

V. TERM OF EXISTENCE

This Corporation shall have a perpetual existence.

VI. PRINCIPAL OFFICE

The principal office or place of business of the Corporation shall be located at **1499 West Palmetto Park Road, Suite 300, Boca Raton, Florida 33486**.

VII. BOARD OF DIRECTORS

The affairs of the Corporation shall be conducted by a Board of not less than one (1) and not more than five (5) or as may be modified in accordance with the By-Laws of the Corporation.

Prepared by:
Arthur R. Rosenberg (FON 325805)
1499 W. Palmetto Park Road, Suite 300
Boca Raton, FL 33486
(561) 368-0888

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VIII. INITIAL DIRECTORS

The names and street addresses of the first Board of Directors, who, subject to the provisions of these Articles of Incorporation, shall hold office for the first year of the Corporation's existence or until their successors are elected and shall have qualified, are the following:

<u>NAME</u>	<u>ADDRESS</u>
A. Cillo Maguire	1499 West Palmetto Park Road, Suite 300 Boca Raton, Florida 33486

IX. INITIAL OFFICERS

The names and street addresses of the first Officers, who, subject to the provisions of these Articles of Incorporation, shall hold office for the first year of the Corporation's existence or until their successors are elected and shall have qualified, are the following:

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
A. Cillo Maguire	President	1499 West Palmetto Park Road, Suite 300 Boca Raton, Florida 33486

X. INCORPORATOR

The name and street address of each person signing these Articles of Incorporation is:

<u>NAME</u>	<u>ADDRESS</u>
ARTHUR R. ROSENBERG	1499 West Palmetto Park Road Suite 300 Boca Raton Florida 33486

XI. ASSIGNMENT OF SUBSCRIPTION RIGHTS

The original incorporators of the corporation shall have the right, upon its organization, to assign and deliver the subscriptions of stock to any other person, or to firms or corporation who may hereafter become subscribers to the capital stock of the Corporation who, upon acceptance of such assignment, shall stand in lieu of the original incorporators, and assume and carry out all the rights, liabilities and duties entailed by said subscriptions, subject to the laws of the State of Florida, and the execution of the necessary instruments of assignment.

XII. MANAGEMENT

The Corporation shall be managed by the Board of Directors, which shall exercise all powers conferred under the laws of the State of Florida.

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XIII. INDEBTEDNESS

The highest amount of indebtedness or liability to which this Corporation may at any time subject itself to is unlimited.

XIV. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 1499 West Palmetto Park Road, Suite 300, Boca Raton, Florida 33486 and the name of the initial registered agent of this Corporation at that address is ARTHUR R. ROSENBERG.

XVIII. EFFECTIVE DATE

The effective date of this Corporation shall be the date as filed in the Secretary of State's Office in Tallahassee, Florida.

IN WITNESS WHEREOF, I have made, subscribed and acknowledged these Articles of Incorporation at Fort Lauderdale, Florida, this 20th day of October 2006.


ARTHUR R. ROSENBERG

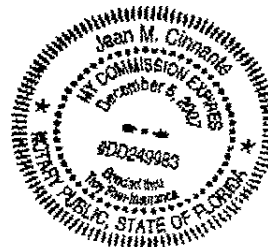
STATE OF FLORIDA)
)SS:
COUNTY OF BROWARD)

ON THIS DAY, before me, an officer duly authorized to administer oaths and take acknowledgments in the County and State aforesaid, personally appeared ARTHUR R. ROSENBERG, who is personally known to me or who produced his driver's license as identification, who took an oath and who is well known to be the Incorporator described in and who executed the foregoing Articles of Incorporation of BENTLEY MORGAN ROYCE GROUP, INC., and he executed the same as such Incorporator for the purposes therein expressed.

WITNESS my hand and official seal at Fort Lauderdale, Florida, on this 20th day of October 2006.


Notary Public, State of Florida

My Commission Expires:



Prepared by:
Arthur R. Rosenberg (FRN 325805)
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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

First, that **BENTLEY MORGAN ROYCE GROUP, INC.**, desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at 1499 West Palmetto Park Road, Suite 300, Boca Raton, Florida 33486 has named **ARTHUR R. ROSENBERG**, located at 1499 West Palmetto Park Road, Suite 300, Boca Raton, Florida 33486 as its agent to accept service of process within this State.

Having been named to accept service of process for the above-stated Corporation, at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.


ARTHUR R. ROSENBERG

DATED: October 20, 2006

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