

P95000030194

Buchanan Ingersoll
PROFESSIONAL CORPORATION

Attorneys

Gary S. Phillips
305-933-5603

One Turnberry Place
19495 Biscayne Boulevard, Suite 606
North Miami Beach, FL 33180-2320
Telephone: 305-933-5600

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March 1, 1995

Division of Corporations
Bureau of Corporate Records
Florida Department of State
P.O. Box 6327
Tallahassee, Florida 32314

RECEIVED
MAR 17 1995
BUREAU OF CORPORATE RECORDS
FLORIDA DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

RE: Articles of Incorporation
~~B & S Corporation~~

Gentlemen:

Benam

Enclosed herewith please find an original and one copy of the above-referenced Articles of Incorporation, along with our check in the amount of \$122.50, made payable to the Secretary of State. This payment is broken down as follows:

Filing Fee	\$ 35.00
Certified Copy	52.50
Registered Agent Filing Fee	<u>35.00</u>

TOTAL: \$122.50

Please return the certified copy of the Articles to the attention of the undersigned in the self-addressed stamped envelope enclosed for your convenience. Thank you in advance for your prompt attention to this matter.

Very truly yours,

[Signature]

Gary S. Phillips
For the Firm

Encs.
GSP:mko

W95-5190
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MIA1; Phillips, Gary; 75479

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FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

March 9, 1995

GARY S. PHILLIPS
19495 BISCAYNE BLVD.
SUITE 606
NORTH MIAMI BEACH, FL 33180-2320

SUBJECT: B & S CORPORATION
Ref. Number: W95000005190

We have received your document for B & S CORPORATION and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return 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 (904) 487-6915.

Kevin Nickens
Document Specialist

Letter Number: 095A00010531

ARTICLES OF INCORPORATION
OF
BENAM CORP.

ARTICLE I
NAME

The name of this corporation shall be:

Benam Corp.

ARTICLE II
DURATION

This corporation shall commence its existence upon the filing of these Articles.

ARTICLE III
PURPOSE

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

ARTICLE IV
CAPITAL STOCK

This corporation is authorized to issue one hundred (100) shares of one dollar (\$1.00) par value common stock, which shall be designated "Common Shares".

ARTICLE V
PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof at the price at which it is offered to others.

ARTICLE VI
PRINCIPAL OFFICE OF BUSINESS

The principal place of business of this corporation is: 501 S.W. 158th Terrace, Pembroke Pines, Florida 33027.

ARTICLE VII
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 19495 Biscayne Boulevard, Suite 606, North Miami Beach, Florida 33180, the name of the initial registered agent is Gary S. Phillips, Esq.

FILED
55 APR 17 PM 2:14
SEAL
TALLAHASSEE, FLORIDA

ARTICLE VIII
INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) Director initially. The number of Directors may be increased or decreased from time to time in accordance with the By-Laws but shall never be less than one. The name of the Director is:

Ben Kanner

The address of the Director is: 501 S.W. 158th Terrace,
Pembroke Pines, Florida 33027.

ARTICLE IX
INCORPORATOR

The name and address of the person signing these Articles as Incorporator is Gary S. Phillips, 19495 Biscayne Blvd, Suite 606, North Miami Beach, Florida 33180.

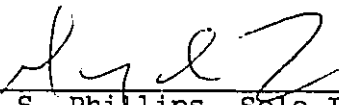
ARTICLE X
BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the Shareholders.

ARTICLE XI
AMENDMENTS

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any Amendment hereto and any right conferred upon the Shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 7th day of April, 1995.



Gary S. Phillips, Sole Incorporator

STATE OF FLORIDA)
) ss:
COUNTY OF DADE)

I HEREBY CERTIFY that on this day before me, an officer duly qualified to take acknowledgements, personally appeared Gary S. Phillips, (personally known) to me or has produced _____, to be the person who, as Sole Incorporator, executed the foregoing Articles of Incorporation of Benam Corp., and he acknowledged before me that he executed same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at said County and State aforesaid, this 16th day of April, 1995.

Melanie J. Keck
Notary Public, State of Florida

Melanie J. Keck
Name of Notary (Please Print)

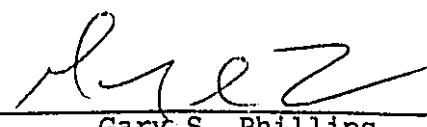
My commission expires:

ACCEPTANCE OF REGISTERED AGENT

HAVING BEEN NAMED AS REGISTERED AGENT OF THE CORPORATION NAMED ABOVE, THE UNDERSIGNED DOES HEREBY ACCEPT SUCH APPOINTMENT AND DOES HEREBY AGREE TO DO ALL THINGS NECESSARY IN ORDER TO CARRY OUT ANY AND ALL DUTIES REQUIRED OF SUCH POSITION.

DATED THIS 7th DAY OF APRIL, 1995.

BY:



Gary S. Phillips

95 APR 17 PM 2:44
STATE OF FLORIDA
TALLAHASSEE