

P95000065-867

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870
Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
TOLL FREE No. 1-800-342-8062
FAX (904) 222-1222

NAME _____
FIRM _____
ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

FILED
STATE
SEC. REGISTRATIONS
DIVISION OF CORPORATIONS
95 AUG 25 AM 10:44

288/25/95

REQUEST TAKEN CONFIRMED APPROVED

DATE _____

TIME _____ CK No. _____

BY _____

WALK-IN 8.25 1.00
Will Pick Up

RE: Benson
Development Inc.

C.C. FEE. 25 DISBURSED

☒ Capital Express™
☐ Art. of Inc. File _____
☐ Corp. Record Search _____
☐ Ltd. Partnership File _____
☒ Foreign Corp. File _____
☐ () Cert. Copy(s) _____

☐ Art. of Amend. File _____
☐ Dissolution/Withdrawal _____
☐ C U S _____
☐ Fictitious Name File _____

☐ Name Reservation _____
☐ Annual Report/Reinstatement _____
☐ Reg. Agent Service _____
☐ Document Filing _____

☐ Corporate Kit _____
☐ Vehicle Search _____
☐ Driving Record _____
☐ Document Retrieval _____

☐ UCC 1 or 3 File _____
☐ UCC 11 Search _____
☐ UCC 11 Retrieval _____
☐ File No.'s _____ Copies _____
☐ Courier Service _____
☐ Shipping/Handling _____
☐ Phone () _____
☐ Top Priority _____
☐ Express Mail Prep _____
☐ FAX () _____ pgs _____

SUBTOTALS

FEE.....	\$
DISBURSED.....	\$
SURCHARGE.....	\$
TAX on corporate supplies.....	\$
SUBTOTAL.....	\$
PREPAID.....	\$
BALANCE DUE.....	\$
	\$

Please remit invoice number with payment
TERMS: NET 10 DAYS FROM INVOICE DATE
1 1/2% per month on Past Due Amounts
Past 30 Days, 18% per Annum.

THANK YOU
from
Your Capital Connection

ARTICLES OF INCORPORATION

OF

BENSON DEVELOPMENT, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 AUG 25 AM 10:44

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I: NAME

The name of the corporation is **BENSON DEVELOPMENT, INC.**

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation is c/o Watterson, Hyland, Baird & Klett, P.A., 11380 Prosperity Farms Road, Suite 112, Palm Beach Gardens, FL 33410.

ARTICLE III: CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is one thousand (1,000) shares having a par value of one cent (\$.01) per share.

ARTICLE IV: INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is Watterson, Hyland, Baird & Klett, P.A., Joseph D. Gross, Jr., Esquire, 11380 Prosperity Farms Road, Suite 112, Palm Beach Gardens, FL 33410.

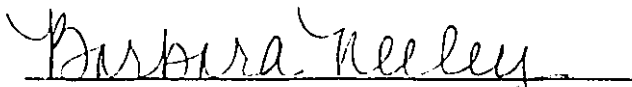
ARTICLE V: INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is Capital Connection, Inc., 417 E. Virginia St., Suite 1, Tallahassee, FL 32301.

ARTICLE VI: INITIAL BOARD OF DIRECTORS

The name and address of the member of the initial Board of Directors of the corporation is James Benson, c/o Watterson, Hyland, Baird & Klett, P.A., 11380 Prosperity Farms Rd., Suite 112, Palm Beach Gardens, FL 33410.

The undersigned has executed these Articles of Incorporation this 25th day of August, 1995.

A handwritten signature in cursive script, reading "Barbara Neeley", is written over a horizontal line.

Capital Connection, Inc.

Barbara Neeley - President

Incorporator

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 AUG 25 AM 10:44

Pursuant to the provisions of section 607.0501, Florida Statutes, the mentioned corporation, organized under the laws of the state of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.


1. The name of the corporation is: _____

BENSON DEVELOPMENT, INC.

2. The name and street address of the registered agent and office is: Watterson, Hyland, Baird & Klett, P.A.

11380 Prosperity Farms Road, Suite 112, Palm Beach Gardens, FL 33410

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.


Joseph D. Grosso, Jr., Esq. for
Watterson, Hyland, Baird & Klett, P.A.

P95000065867

WATKINSON, HAYDEN, BAIRD & KEEFE, P.A.

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. _____
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

☐ Walk in ☐ Pick up time _____

☐ Certified Copy

☐ Mail out ☐ Will wait ☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

95 NOV 20 AM 10:05

95 NOV 29 10:05

Examiner's Initials

AMENDMENT NO. ONE TO ARTICLES OF INCORPORATION
OF
BENSON DEVELOPMENT, INC.

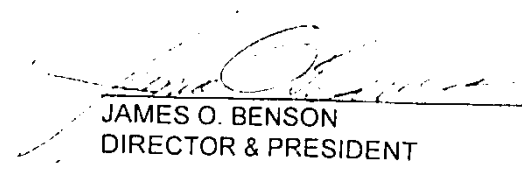
55 MAY 20 AM 10:06

The undersigned being all of the Directors of Benson Development Inc. adopted the following amendments to the Articles of Incorporation by written consent of the Board of Directors on the 11 day of 11, 1995. These amendments were made prior to the issuance of shares of stock in the Corporation. The adopted amendments to the Articles of Incorporation are as follows:

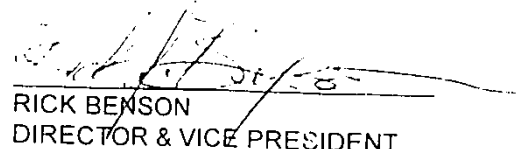
ARTICLE III is hereby amended to delete the authorization to issue 1,000 shares of Common Stock with a par value of [\$.01] per share.

ARTICLE III is further amended to provide that the Corporation shall have the authority to issue two classes of Common Stock of the Corporation: the Class A Common Stock and the Class B Common Stock. The Class A Common Stock shall have a par value of [.01] per share and the Corporation shall have the authority to issue 1,000 shares of Class A Common Stock. The Class B Common Stock shall have a par value of [.01] per share and the Corporation shall have the authority to issue 100,000 shares of Class B Common Stock. All shares of Class A Common Stock and Class B Common Stock are identical and entitle the holders thereof to the same rights and preferences to dividends and distributions in liquidation except that all shares of the Class A Common Stock shall be entitled to 50 votes per share and all shares of Class B Common Stock shall be entitled to 1 vote per share.

IN WITNESS WHEREOF, we the undersigned have executed these Articles of Amendment on the 11 day of 11, 1995.


JAMES O. BENSON
DIRECTOR & PRESIDENT


ROBERT BENSON
DIRECTOR & VICE PRESIDENT


RICK BENSON
DIRECTOR & VICE PRESIDENT