

196000030766

HICKS, BRAMS & SCHER
LAW OFFICES
UNITED NATIONAL BANK - SUITE 1000
1845 PALM BEACH LAKES BOULEVARD
WEST PALM BEACH, FLORIDA 33401

DANIEL J. BRAMS
STEVEN G. CALAMURA
JAMES H. HICKS
BRIAN T. SCHER

PARALEGALS
ROBIN H. MOULIN
GENE F. ORRORINE
JENNIFER A. WOODS

BOARD CERTIFIED CIVIL, TRIAL LAWYER

TELEPHONE
(407) 683-2300
TELEFAX
(407) 687-3858

March 26, 1996

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

Re: Atlantic Discount Auto Repair, Inc.

Dear Sir:

000001767890
-04/03/96--01040--012
***122.50 ***122.50

Enclosed please find our firm check in the amount of \$122.50 which represents your fee for the filing of the enclosed original and one copy of the Articles of Incorporation regarding the above-referenced matter.

Should you have any questions or comments regarding this matter, please do not hesitate to contact me.

Very truly yours,

Daniel J. Brams

DJB/kjf

cc: Mr. Gerry Vertucci

Enclosures

FILED
96 APR -3 AM 10:38
TALLAHASSEE, FLORIDA

11-9-96
TB

**ARTICLES OF INCORPORATION
OF
ATLANTIC DISCOUNT AUTO REPAIR, INC.**

**ARTICLE I
CORPORATE NAME**

The name of this corporation is **ATLANTIC DISCOUNT AUTO REPAIR, INC.**

**ARTICLE II
INITIAL PRINCIPAL PLACE OF BUSINESS**

The corporation's initial principal place of business shall be 6000 Dyer Boulevard,
West Palm Beach, Florida 33407.

**ARTICLE III
NATURE OF BUSINESS AND POWERS**

The general nature of the business to be transacted by this Corporation is to
engage in any and all business permitted under the laws of the State of Florida.

**ARTICLE IV
CAPITAL STOCK**

The maximum number of shares of stock that this Corporation is authorized to
issue and have outstanding at any one time is 200 shares of common stock having par value of
\$1.00.

**ARTICLE V
TERM OF EXISTENCE**

This Corporation shall have perpetual existence, commencing upon filing of these
Articles.

ARTICLE VI
REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

Daniel J. Brans, Esquire
1645 Palm Beach Lakes Boulevard
Suite 1050
West Palm Beach, Florida 33401

ARTICLE VII
BOARD OF DIRECTORS

This Corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by By-Laws adopted by the stockholders, but shall never be less than one.

ARTICLE VIII
INITIAL DIRECTOR

The name of the initial director of this Corporation and his street address is:

Gerard Vertucci
6000 Dyer Boulevard
West Palm Beach, Florida 33407

The person named as initial director shall hold office for the first year of existence of this Corporation or until his successor is elected or appointed and have qualified, whichever comes first.

ARTICLE IX
OFFICERS

The officers of the Corporation shall consist of:

Gerard Vertucci - President/Secretary/Treasurer

**ARTICLE X
INCORPORATOR**

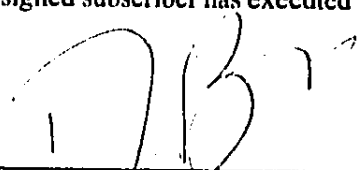
The name and address of the person signing these Articles of Incorporation as the Incorporator is:

Daniel J. Brams, Esquire
HICKS, BRAMS & SCHER
1645 Palm Beach Lakes Boulevard
Suite 1050
West Palm Beach, Florida 33401

**ARTICLE XI
AMENDMENT**

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 27th day of March, 1996.

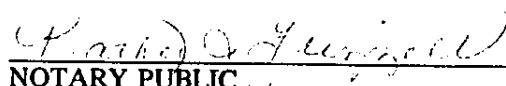


Daniel J. Brams

STATE OF FLORIDA
COUNTY OF PALM BEACH

BEFORE ME personally appeared Daniel J. Brams, to me well known and known to me to be the person described in and who executed the foregoing instrument and acknowledged to and before me that he executed same for the purposes therein expressed and who produced (known) as identification or who is personally known to me.

WITNESS my hand and official seal this 27th day of March, 1996.

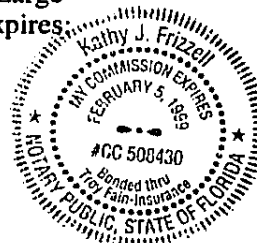


NOTARY PUBLIC

Print Name: Kathy J. Frizzell

State of Florida at Large

My Commission Expires:



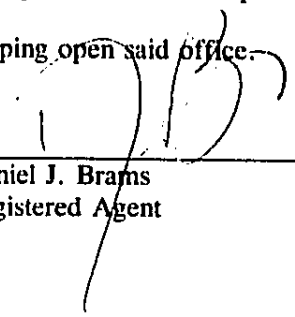
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act.

ATLANTIC DISCOUNT AUTO REPAIR, INC. is desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, has named Daniel J. Brams, Esquire, at 1645 Palm Beach Lakes Boulevard, Suite 1050, West Palm Beach, Florida 33401, as its agent to accept service of process within this state.

ACKNOWLEDGMENT

Having been named to accept service of process for the above state 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.



Daniel J. Brams
Registered Agent

FILED
96 APR -2 AM 10:38
TALLAHASSEE, FLORIDA

CAPITAL CONNECTION, INC.

17 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

P960000

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 \$ _____

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE	7/17	changed date of	
TIME	9:30	adoption per	
BY	D/E	David	

WALK-IN
 Will Pick Up _____

RE: Atlantic Discount Auto Repair
Inc.

No 52813

☐ Capt. Impres	O.C. FEE	DISBURSED
☐ An. Impres		
☐ Corp. Record Search		
☐ Ltd. Partnership File		
☐ Foreign Corp. File		
☒ Gen. 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 Ann. m.

THANK YOU
 from
 Your Capital Connection

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
ATLANTIC DISCOUNT AUTO REPAIR, INC.

96 JUL 17 PM 1:43
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Pursuant to the provision of section 607.1006, Florida Statutes, the undersigned corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted:

1. Change the name of the corporation to: BENOIST LAND CORPORATION
2. Change officers of the corporation to read:
Gerard Vertucci - President
Evelyn Vertucci - Vice-President, Secretary and Treasurer

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows: *N/A*

THIRD: The date of each amendment's adoption: July 16, 1996.

FOURTH: Adoption of Amendment(s) (check one)

☒ The amendment(s) was/were adopted by the incorporators or board of directors without shareholder action and shareholder action was not required.

☐ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

☐ The amendment(s) was/were approved by the shareholders through voting groups.

[The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s)]

The number of votes cast for the amendment(s) was/were sufficient for approval by _____

(voting group)

(continued)

Signed this 16th day of July, 1996.

ATLANTIC DISCOUNT AUTO REPAIR, INC.

By: 
(Chairman of Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

(A director or incorporator if adopted by the directors or incorporators)

Daniel J. Brams

(Typed or printed name)

Incorporator

(Title)