FLORIDA DIVISION OF CORPORATIONS

PUBLIC ACCESS SYSTEM ELECTRONIC FILING COVER SHEET

TO: DIVISION OF CORPORATIONS

FROM:

UPCHURCH, BAILEY & UPCHURCH, P.A.

DEPARTMENT OF STATE

780 NORTH PONCE DE LEON BLVD.

408 EAST GAINES STREET

ST. AUGUSTINE, FL 32085-3007

TALLAHASSEE, FL 32399

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION

NAME: BENTLEY DEVELOPMENT II, INC.

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Audit: # H96000008756

ARTICIRS OF INCORPORATION

OF

BENTLEY DRYBLOPMENT IT. INC.

The undersigned natural person, for the purpose of forming a corporation under the Florida Coneral Corporation Act, does hereby adopt the following Articles of Incorporation.

ARTICLE_I

Namo

The name of the corporation is BENTLEY DEVELOPMENT II, INC.

ARTICLE II

Nature of Business

The general nature of the business to be transacted by this corporation is to engage in any activity or business permitted under the laws of the United States or this State.

ARTICLE III

Shares of Stock

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock at par value of \$1.00 per share.

Michael A. Siragusa Upchurch, Bailey & Upchurch, P.A. P.O. Box 3007 St. Augustine, FL 32085-3007 (904)829-9066 Bar No. 883905

Audit # H96000008756

ARTICLE_IV

Initial Capital

The amount of capital with which this corporation will begin business is not less than \$100.00.

ARTICLE Y

Torm of Existence

This corporation is to exist perpetually.

ARTICLE VI

Directors

This corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by bylaws adopted by the stockholders, but shall never be less than one (1) nor more than five (5).

ARTICLE VII

Initial Director and Officer

The name and address of each member of the first Board of Directors and the officers are:

NAME

ADDRESS

OFFICE

Eric P. Kaufman

11 Beech Street Farmington, CT 06032 President/ Secretary/ Treasurer/ Director

Michael A. Siragusa Upchurch, Bailey & Upchurch, P.A. P.O. Box 3007 St. Augustine, FL 32085-3007 (904)829-9066 Bar No. 883905

Audit #19600008756

ARTICLE VIII

Subscribers

The name and address of the subscriber to these Articles of Incorporation is:

NAME

ADDRESS.

Eric P. Kaufman

11 Beach Street Farmington, CT 06032

ARTICLE_IX

Principal Office, Initial Registered Office and Engistered Agent

The street address and mailing address of the principal office of the corporation and the initial registered office of the corporation is 1960 US 1 South, Suite #81, St. Augustine, FL 32086, and the name of the registered agent for the service of process at that address is Robert F. Eddy, Jr.

ARTICLE X

Amendment

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 n majority of the stock entitled to vote thereon.

Eric P. Kaufman

Michael A. Siragusa
Upchurch, Bailey & Upchurch, P.A.
P.O. Box 3007
St. Augustine, FL 32085-3007
(904)829-9066
Bar No. 883905

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State of Florida County of St. Johns

THE FOREGOING instrument was acknowledged before me thin day of _______, 1996, by Eric P. Kaufmun, who did not take an oath and who: notary must check applicable box)

is personally known to mo. produced current driver's license(σ) as identification. produced identification.

MINIMAL PAINTING €CG 502351

Signature of Notary
Sharen L. Pause
Name of Notary Typed, Printed or Stamped Commission Number: CL. SDZ 351 My Commission Expires: 11-25-77

ACCEPTANCE BY REGISTERED AGENT

I am familiar with and accept the duties and responsibilities as Registered Agent for the foregoing corporation.

Michael A. Siragusa Upchurch, Bailey & Upchurch, P.A. P.O. Box 3007 St. Augustine, FL 32085-3007 (904)829-9066 Bar No. 883905

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