



BENHAM INTERNATIONAL

FILED

July 15, 1996

96-111-17-AM 10:17
• RESPONSIVENESS • PERFORMANCE • PRICE

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

20000118515152
07/17/96--01051--013
***122.50 ***122.50

Subject: Articles of Incorporation; Benham International, **INC**

To Whom It May Concern:

Enclosed please find the Articles of Incorporation for Benham International, Limited, and a check in the amount of \$122.50 to form this new corporation.

If you require additional information or have any questions, please feel free to contact the undersigned at (813) 449-2022.

Sincerely,

George Benham
George Benham

George Benham

AUTHENTICATION BY PHONE TO

OF THE corporate name
to Benham International, Inc

DATE PH

PH
7/19/96

**ARTICLES OF INCORPORATION
OF
BENHAM INTERNATIONAL, INC**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby form a corporation under Chapter 607 Florida Statutes and other applicable laws of the State of Florida.

ARTICLE I. NAME OF CORPORATION. The name of the corporation shall be BENHAM INTERNATIONAL, INC

ARTICLE II. NATURE OF BUSINESS. The general nature of the business to be transacted by this corporation is the marketing of international services, and any other activities or business permitted under the laws of the United States and of the State of Florida. Notwithstanding the above, the corporation is not to conduct business in the areas of banking, safe deposit, trust, insurance, surety, express, railroad, canal, telegraph, telephone, cemetery, building and loan association, mutual fire insurance association, cooperative association, fraternal benefit society, or state fair or exposition.

Permitted activities include, but are not limited to, the following:

- A. To manufacture, purchase, acquire, own, mortgage, pledge, sell, assign, transfer or otherwise dispose of, invest in, trade in, deal in and with goods or wares or merchandise or real and personal property, or services, of any class or description.
- B. To conduct business in, have one or more offices in, and buy, hold, mortgage, sell, convey, lease or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks, and licenses, in the State of Florida and in all other states and countries.
- C. To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes, and other evidences of indebtedness, and execute such mortgages, transfers of corporate property, or other instruments as are required to secure the payment of corporate indebtedness.

- D. To purchase the corporate assets of any other corporation and engage in the same or other character of business.
- E. To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge, or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, or other evidences of indebtedness created by any other corporation of the State of Florida or of any other State or government, and, while owner of such stock, to exercise all the rights, powers, and privileges of ownership, including the right to vote such stock.
- F. To conduct non-government type commercial business overseas.

ARTICLE III. CAPITAL STOCK. The maximum number of shares of stock that the corporation is authorized to have outstanding at any one time is ten-thousand (10,000) at \$1.00 (One dollar) per share par value.

ARTICLE IV. INITIAL CAPITAL. The corporation will initially begin business with capital of no less than \$500.00 (Five-hundred dollars).

ARTICLE V. TERM OF EXISTENCE. The corporation is to exist perpetually.

ARTICLE VI. PRINCIPAL PLACE OF BUSINESS. The initial street address in this state of the principal office of this corporation is 50 South Belcher Road, Suite #106, Clearwater, Florida 34625. The shareholders may, from time to time, move the principal place of business to any other address within the State of Florida.

ARTICLE VIII. SUBSCRIBERS. The names and street addresses of the subscribers of these Articles of Incorporation, the number of shares of stock which they agree to take, and the value of the consideration therefor, are as follows:

<u>Name and Street Address</u>	<u>Number of Shares of Stock</u>	<u>Value Therefor</u>
George D. Benham 1840 Oak Lake Drive Clearwater, Florida 34624	500	\$500.00

ARTICLES IX. DESIGNATION OF REGISTERED AGENT. The initial designation of the registered office of the corporation shall be at 1840 Oak Lake Drive, Clearwater, Florida 34624, and the registered agent shall be George D. Benham.

96 JUL 17 AM 10:17

ARTICLE X. ACCEPTANCE OF REGISTERED AGENT DESIGNATION. The undersigned, George D. Benham, pursuant to Section 607.164 Florida Statutes, having been named to accept process for the above named corporation at the place designated in these Articles of Incorporation, do hereby accept said designation and agree to act in this capacity, and do further agree to comply with the provision of said Florida Statutes pertaining to keeping said office open.

By: George D. Benham
George D. Benham
Registered Agent

ARTICLE XI. AMENDMENT. These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the stockholders at a meeting of stockholders, by a majority of the stock entitled to vote thereon, or by a written statement of all shareholders manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, we, the above named Incorporator has hereunto set his hand and seal this July 15, 1996.

ATTESTED:

Karen Lee Bishop
Witness

George D. Benham
George D. Benham

Michael R. Smith
Witness

State of Florida
County of Pinellas

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I hereby certify that on this day, before me, a notary public duly authorized in the State and County aforesaid to take oaths and acknowledgements, personally appeared George D. Benham, to me known to be the person described in and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he subscribed to these Articles of Incorporation.

Witness my hand and official seal in the State and County aforesaid.



Andrew S. Temples
MY COMMISSION # CC493494 EXPIRES
September 8, 1999
BONDED THRU TROY FARM INSURANCE, INC.

Andrew S. Temples
Notary Public

My commission expires: _____