



JULY 26, 1996

**Department of State
Division of Corporations
PO Box 6327
Tallahassee, Florida 32314**

500001910845
-06/01/96--01059--020
****131.25 ****131.25

SUBJECT: BenCam South, Incorporated

Enclosed is an original and two (2) copies of the articles of incorporation and a check for:

1134-23 Filing Fee, Certified Copy and Certificate

FROM:
Laureen C. Marrama
6901 TPC Drive, Suite 200
Orlando, Florida 32822
407-885-9414

Thank you in advance for your cooperation.

Sincerely,

Laureen C. Marrama
Laureen C. Marrama
President

AUG 2 1996 BSB

FILED
95 AUG - 1 AM 10:16
SOUTHERN STATE FLORIDA
TALLAHASSEE

Laureen GAVE
FORTY-FIVE (45) \$1. PHONE TO
CORRECT Shares (\$500)
DATE 8/2/96
DOC. EXAM BSB

ARTICLES OF INCORPORATION

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

ARTICLE I NAME

The name of the corporation shall be:
BonCam South, Incorporated

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SAC-1111 STATE
TALLAHASSEE, FLORIDA

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

6901 TPC Drive, Suite 200
Orlando, Florida 32822

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 300 shares

See Attachment #1

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Laureen C. Marrama
6901 TPC Drive, Suite 200
Orlando, Florida 32822

ARTICLE V INCORPORATORS

The names and street addresses of the Incorporators to these Articles of Incorporation are:

Laureen C. Marrama
7903 White Water Court West
Tampa, Florida 33637
President/Secretary/Director

Gerald M. Camuso
124 Blueberry Hill Lane
North Andover, MA 01845
Vice President/Treasurer/Director

The undersigned incorporators have executed these Articles of Incorporation this 26th day of July 1996.


Laureen C. Marrama


Gerald M. Camuso

ATTACHMENT A

Any stockholder, including the heirs, assigns, executors or administrators of a deceased stockholder, desiring to sell or transfer such stock owned by him or them, shall first offer it to the corporation through the Board of Directors, in the manner following:

He shall notify the directors of his desire to sell or transfer by notice in writing, which notice shall contain the price at which he is willing to sell or transfer and the name of the one arbitrator. The directors shall within thirty days thereafter either accept the offer, or by notice to him in writing the name a second arbitrator, and these two shall name a third. It shall then be the duty of the arbitrators to ascertain the value of the stock, and if any arbitrator shall neglect or refuse to appear at any meeting appointed by the arbitrators, a majority may act in the absence of such arbitrator.

After the acceptance of the offer, or the report of the arbitrators as to the value of the stock, the directors shall have thirty days within which to purchase the same at such valuation, but if at the expiration of thirty days, the corporation shall not have exercised the right so to purchase, the owner of the stock shall be at liberty to dispose of the same in any manner he may see fit.

No shares of stock shall be sold or transferred on the books of the corporation until these provisions have been complied with, but the Board of Directors may in any particular instance waive the requirement.

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

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED 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: SenCom South, Incorporated

2. The name and address of the registered agent and office is:

Laureen C. Marrama

(NAME)

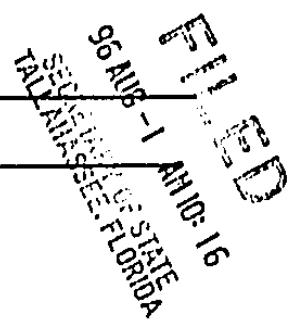
6901 TPC Drive, Suite 200, Orlando, FL 32822
(P.O. Box or Mail Drop Box NOT ACCEPTABLE)

(CITY/STATE/ZIP)

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.

Laureen Marrama
(SIGNATURE)

7-26-96
(DATE)



P9600064654

Laureen Marrama
6901 TPC Drive Suite 200
Orlando, FL 32822

407-855-9414

November 7, 1996

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-11/19/96--01025--019
*****35.00 *****35.00

Division of Corporations
P O Box 6327
Tallahassee, FL 32314

Dear Sirs:

Enclosed are the Articles of Dissolution pursuant to 607.1401
Florida statutes for SenCam South Incorporated.

I am enclosing a check for \$35.00 as the filing fee for the
articles of dissolution payable to the Department of State.

If you need any additional information, please contact me at the
number above.

Please send me the necessary confirmation of the dissolution.

Sincerely,

Laureen Marrama

Laureen Marrama

96 NOV 18 PM 2:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

✓ A S
JCB 11/22

ARTICLES OF DISSOLUTION

Pursuant to §07.1401, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

FIRST: The name of the corporation is: _____
SenCam South, Incorporated

SECOND: The articles of incorporation were filed on: August 1, 1996

THIRD: (CHECK ONE)

- None of the corporation's shares have been issued.
- The corporation has not commenced business.

FOURTH: No debt of the corporation remains unpaid.

FIFTH: The net assets of the corporation remaining after winding up have been distributed to the shareholders, if shares were issued.

SIXTH: Adoption of Dissolution (CHECK ONE)

- A majority of the incorporators authorized the dissolution.
- A majority of the directors authorized the dissolution.

Signed this 7 day of November, 19 96.

Signature Laureen Marrama

(By the chairman or vice chairman of the board, president, or other officer - if there are no officers or
directors, by an incorporator.)

Laureen Marrama

(Typed or printed name)

President / Incorporator

(Title)

