RCM Associates, Inc. ACCOUNTING AND TAX SERVICES

P.O. BOX 940843 MAITLAND, FLORIDA 32794-0843

Division Of Corporations 409 East Gaines Street Tallahassee, FL 32399

Dear Sir/Madam:

Please accept the enclosed Articles of Incorporation for Benchwarmers, Inc.. Please contact me by phone or mail at the address listed herein if you need any further information.

Thank you for your time and considerations in the handling of this matter.

Sincerely,

m/ m Stephen E Roberts

RCM Associates, Inc. Post Office Box 940843

Maitland, Fl 32794-0843

407.246,0073

ARTICLES OF INCORPORATION FOR Benchwarmers, Inc.

96 NOV -5 AM 9: 27
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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

ARTICLE I: NAME

The name of the corporation shall be:

Benchwarmers, Inc.

The principal place of business of this corporation shall be:
901 West Bay Street
Winter Garden, FL 34787

ARTICLE II: NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III: CAPITAL STOCK

The aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is 100 and these shares shall be shares of Common stock issued with a par value of one dollar (\$1,00) per share.

ARTICLE IV: COMMENCEMENT OF CORPORATE EXISTENCE

The date when corporate existence shall commence shall be the date of subscription and acknowledgement of these articles of incorporation.

ARTICLE V: TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI: OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold the office the first year of the corporation's existence or until their successor(s) is(are) elected, is(are):

DIRECTOR:

Sue E Connor

901 West Bay Street

Winter Garden, FL 34787

DIRECTOR:

Anthony A Blair

901 West Bay Street

Winter Garden, FL 34787

PRESIDENT

Sue E Connor

901 West Bay Street

Winter Garden, FL 34787

VICE PRESIDENT:

Anthony A Blair

901 West Bay Street

Winter Garden, FL 34787

TREASURER:

Sue E Connor

901 West Bay Street

Winter Garden, FL 34787

SECRETARY:

Anthony A Blair

901 West Bay Street

Winter Garden, FL 34787

ARTICLE VII: INCORFORATOR(S)

Luc & Connor

The name(s) and Street address(es) of the Incorporator(s) to these articles of incorporation is(are):

Sue E Connor

901 West Bay Street

Winter Garden, FL 34787

IN WITNESS WHEREOF, the undersigned incorporator(s) has executed these Articles of Incorporation this Friday, November 1, 1996.

STATE OF FLORIDA, COUNTY OF ORANGE THE FOREGOING instrument was acknowledged and sworn to before me Friday, November 1, 1996, by Sue E Connor of Benchwarmers, Inc..

Notary Public

My Commission Expires

(Seal)

My Comm Exp 8/13/99
Bonded By Service Ins
No. CC488150

CERTIFICATE DESIGNATING REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the previsions of Section 607.325. 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:

Benchwarmers, Inc.

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

Sue E Connor 901 West Bay Street Winter Garden, FL 34787

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

Signature of Registered Agent: See & Connoc Date: 11-1-96

96 NOV -5 AH 9: 27
SECRETARY OF STATE
TAIL CHARGES