

P97000008059

Laurence J. Rohan

ATTORNEY AT LAW

6101 S.W. 76TH STREET

South Miami, Florida 33143-5097

(305) 661-2538

FAX (305) 662-2787

January 7, 1997

Secretary of State
Corporate Records Bureau
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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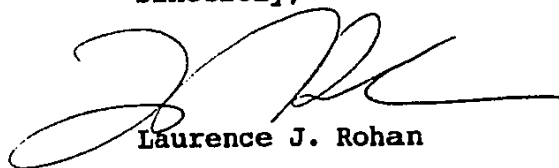
Re: BENITEZ ENTERPRISES INC.

Gentlemen:

Enclosed please find my Trust Account check in the amount of \$122.50, together with one copy of the Articles of Incorporation on the above.

Kindly return a certified copy to the undersigned.

Sincerely,



Laurence J. Rohan

LJR/vjw

enclosures

503.
W97-1097

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JAN 29 PM 12:03

1/9/97
LJR

Laurence J. Rohan

ATTORNEY AT LAW

6101 S.W. 76TH STREET

South Miami, Florida 33143-5097

(305) 661-2558

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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JAN 23 PM 12:03

January 24, 1997

Secretary of State
Corporate Records Bureau
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: BENITEZ AND BENITEZ, INC.

Gentlemen:

previously sent.

Enclosed please find my Trust Account check in the amount of \$122.50, together with one copy of the Articles of Incorporation on the above.

Kindly return a certified copy to the undersigned.

Sincerely,



Laurence J. Rohan

LJR/vjw

enclosures



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JAN 28 PH12: 03

January 15, 1997

LAURENCE J. ROHAN, ESQUIRE
6101 S.W. 76TH STREET
SOUTH MIAMI, FL 33143-5097

SUBJECT: BENITEZ ENTERPRISES INC.
Ref. Number: W97000001097

We have received your document for **BENITEZ ENTERPRISES INC.** and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The entity name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved entity. Names of administratively dissolved entities are not available for one year from the date of administrative dissolution unless the dissolved entity provides the Department of State with a notarized affidavit executed as required by section 607.0120, 617.01201, 608.5135 or 608.4482 Florida Statutes, permitting the immediate assumption or use of the name by another entity.

Simply adding "of Florida" or "Florida" to the end of a name does not constitute a difference.

When the document is resubmitted, please return a copy of this letter to ensure proper handling.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

If you have any questions concerning the filing of your document, please call (904) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 997A00002141

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JAN 28 PM 12:03

ARTICLES OF INCORPORATION
OF
BENITEZ AND BENITEZ, INC.

Article 1. Name of Corporation:

The name of the corporation shall be BENITEZ AND BENITEZ, INC.

Article 2. General Nature of the Business:

The general nature of the business is to engage in any lawful activity permitted under the Constitution and Statutes of the State of Florida.

Article 3. Stock:

The total number of shares authorized is 60 shares of common stock without par value, which stock shall be fully paid and non-assessable. Such stock may be issued by the corporation from time to time for such consideration as may be fixed by the Board of Directors thereof, and may be paid for in cash, labor or service.

Article 4. Capital:

The number of shares with which this corporation shall commence business is 60 shares of common stock without par value, and the amount of capital with which this corporation shall commence business shall not be less than \$10,000.00.

Article 5. Term:

The Corporation shall continue perpetually, unless sooner dissolved according to law.

Article 6. Corporation's Principal Office and Initial Registered Agent:

The corporation's principal office shall be located at: 300 S.W. 12 Avenue, Suite A Miami, FL 33130 and the name of the initial Registered Agent is: Laurence J. Rohan, located at: 6101 S.W. 76 Street, South Miami, FL 33143.

Article 7. Directors:

The business of the corporation shall be conducted by a Board of Directors, the number of which shall be fixed by the stockholders at any regular or called meeting, but the number of directors shall not be less than one nor more than seven. A majority of the Board shall constitute a quorum. The members of the Board of Directors shall be elected at the annual meeting of the stockholders, and the several officers, as the case may be, provided for in the by-laws, shall be elected by the Board of Directors at a meeting held immediately after the adjournment of the annual stockholders meeting.

Article 8. First Board of Directors:

The names and post office addresses of the members of the first Board of Directors, who, subject to the provisions of this certificate of incorporation, the by-laws of the corporation and the Statutes of the State of Florida, shall hold office for the first year of the corporation's existence, or until their successors have been elected and qualified are as follows:

Eric Benitez
300 S.W. 12 Avenue
Suite A
Miami, FL 33130

Article 9. Subscribers:

The proceeds of the stock subscribed for will be at least as

much as the amount necessary to begin business. The names and places of residence of the subscribers to the capital stock and the number of shares subscribed for by each are as follows:

LAURENCE J. ROHAN 60 shares
6101 S.W. 76 Street
South Miami, FL 33143

Article 10. Officers:

The name and post office address of the officers, who subject to the provisions of this certificate of incorporation, the by-laws of the corporation and the Statutes of the State of Florida, shall hold office for the first year of the corporation's existence, or until their successors have been elected and qualified are as follows:

Eric Benitez, President/Secretary/Treasurer
300 S.W. 12 Avenue
Suite A
Miami, FL 33130

Article 11. Reservation:

The corporation reserves the right to amend, alter, change or repeal any provisions contained in this certificate of incorporation, and all rights conferred upon stockholders are granted subject to this provision.

I, THE UNDERSIGNED, being the original subscriber to the capital stock hereinabove named for the purpose of forming a corporation to do business within and without the State of Florida, and in pursuance of the Revised Corporation Law of the State of Florida, General Act 1925, and all amendments thereto, do make and file this certificate hereby declaring and certifying that the facts herein stated above are true, and do agree to take the number

Page -4-

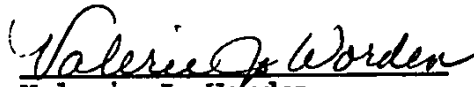
of shares stock hereinabove set forth, and have accordingly set my hand and seal this 23 day of January, 1997.



STATE OF FLORIDA

COUNTY OF DADE

The foregoing instrument was acknowledged before me this 23 day of January, 1997, by LAURENCE J. ROHAN, who is personally known to me, and who did take an oath.



Valerie Jo Worden
Valerie Jo Worden

My Commission expires:

97 JAN 28 PM 12: 03

Page -5-

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:

First.....That BENITEZ AND BENITEZ, INC. desiring to organize under the laws of the State of Florida with its principal office, as indicated in the articles of incorporation, at the City of Miami, County of Dade, State of Florida, has named LAURENCE J. ROHAN, ESQUIRE, located at 6101 S.W. 76 Street, City of South Miami, County of Dade, State of Florida, as its agent to accept service of process within this state.

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

By: 
(Resident Agent)