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97 JUN 11 AM 10:13

REPLY TO:
P.O. BOX 2746
SECURITY WAREHOUSE
TALLAHASSEE, FLORIDA 33806

June 2, 1997

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

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*****78.75 *****78.75

SUBJECT: Benford Development, Inc.

Gentlemen:

Enclosed are an original and one (1) copy of the Articles of Incorporation and a Designation and Acceptance of Registered Agent for a Florida Corporation.

<input type="checkbox"/>	\$70.00	Filing Fee
<input checked="" type="checkbox"/>	\$78.75	Filing Fee & Certificate
<input type="checkbox"/>	\$122.50	Filing Fee & Certified copy
<input type="checkbox"/>	\$131.25	Filing Fee, Certified Copy & Certificate

Please send the Certificate to my attention at P.O. Box 2746, Lakeland, Florida, 33806.
Thank you.

Sincerely,

JOHN P. COLLINS, P.A.

[Signature]
John P. Collins, Jr.

JPC/blr

PH
6/12/97

**ARTICLES OF INCORPORATION
OF
BENFORD DEVELOPMENT, INC.**

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article I. Corporate Name

The name of this corporation is: Benford Development, Inc.

Article II. Principal Office

The principal place of business and mailing address of this corporation are:

4355 Turner Road
Mulberry, Florida 33860

Article III. Capital Stock

The maximum number of shares this corporation is authorized to issue is One Hundred (100) shares, all of which shall be common shares. All common shares shall be identical with each other in every respect and the holders thereof shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

Article IV. Initial Registered Agent and Office

The name and address of the initial registered agent is:

Carolyn Ford Benoit
4355 Turner Road
Mulberry, Florida 33860

Article V. Incorporators

The name(s) and street address(es) of the incorporator(s) of these articles of incorporation are:

Name:	Address:
Carolyn Ford Benoit	4355 Turner Road Mulberry, Florida 33860
Robert B. Benoit	4355 Turner Road Mulberry, Florida 33860

Optional Provisions

The undersigned have executed these articles of incorporation on 4th day of June, 1997.

Carolyn Ford Benoit
Carolyn Ford Benoit

Robert B. Benoit
Robert B. Benoit

Title: Incorporator

Title: Incorporator

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF F.S. 607.0501, 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: Benford Development, Inc.
2. The name and address of the registered agent and office is: Carolyn Ford Benoit
4355 Turner Road
Mulberry, Florida 33860

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.

Carolyn Ford Benoit
CAROLYN FORD BENOIT

June 4, 1997
Date