

LAW OFFICES OF
Gregory A. Sanoba, P.A.

101 W. MAIN STREET, SUITE 170
P.O. BOX 303
LAKELAND, FLORIDA 33802

GREGORY A. SANOKA

TELEPHONE: (841) 683-5353
FAX: (841) 683-2237

P 97 0000 70179

July 29, 1997

Secretary of State
Division of Corporation
Post Office Box 6327
Tallahassee, FL 32314

Re: Corporation: Ben, INC.

500002254845--2
-08/01/97--01043--016
****152.50 ****152.50

To Whom It May Concern:

Enclosed please find herein the original Articles of Incorporation of Ben, Inc. as well as Designation of Registered Agent. Also enclosed is my check, drawn against my Trust Account, in the amount of \$152.50 to cover filing fees. Upon incorporation of Ben, Inc., please send, at your earliest possible convenience, a Certificate of Incorporation to the undersigned in the self-addressed, stamped envelope provided herein.

Thank you for your assistance in this matter and please do not hesitate to contact the undersigned should you have any questions.

Very truly yours,

Gregory A. Sanoba

GAS/sb
Enclosures

F-31105
W-17993

F. CHEN

AUG 13 1997



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 5, 1997

GREGORY A. SANOKA, ESQUIRE
P O BOX 393
LAKELAND, FL 33802

SUBJECT: BEN, INC.
Ref. Number: W97000017993

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TALLAHASSEE, FLORIDA

We have received your document for BEN, INC. and your check(s) totaling \$152.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6904.

Freida Chesser
Corporate Specialist

Letter Number: 797A00039711

ARTICLES OF INCORPORATION
OF

B.G. WILES, INC.

ARTICLE I

Name

The name of the corporation is B.G. Wiles, Inc.

ARTICLE II

Duration

This corporation shall exist perpetually, commencing as of August 1, 1997.

ARTICLE III

Principal Office and Mailing Address

The principal place of business of the corporation and the mailing address of this corporation is 1808 Paddock Drive, Plant City, Florida.

ARTICLE IV

Registered Office and Registered Agent

The initial registered office is at 101 West Mail Street, Ste. 170, Lakeland, Florida 33801. The name of the initial registered agent at that address is Gregory A. Sanoba.

ARTICLE V

Purpose

The general nature of the business to be transacted by this corporation, shall be:

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TALLAHASSEE, FLORIDA

- a) To acquire by purchase or otherwise, to own and possess any real or personal property, of any kind or nature, wheresoever situated, and any interest in or right appertaining to any such property; to hold, use, improve, develop, deal in and operate any such property or any part hereof; to sell, lease, mortgage, pledge, or otherwise, dispose of all or any part of such property, or interest therein, or right thereto, or any part thereof; to build, erect, construct, maintain, improve, rebuild, enlarge, or alter buildings or other improvements, or any of such property or any part hereof; to sell, lease, mortgage, pledge, or otherwise, dispose of all or any part of such property, or any rights of interest therein or thereto appertaining; and, generally, to deal with an act in relation to such property in any an every way.
- b) To buy, sell, manufacture, import, export, prepare, alter, exchange, let for hire and deal in and with all kinds of articles and things which may be required for the purpose of any of the business of the corporation, or commonly applied to or by, or dealt in or with, by persons engaged in any of said businesses, or which may seem capable of being profitably dealt with in connection with any of the said businesses.
- c) To borrow or raise money for any of it's purposes without limit as to amount; and to make, execute, issue and endorse bonds, debentures, promissory notes or other obligations or evidences or indebtednesses, of any nature and in manner, whether secured or unsecured, for monies borrowed; or, in payment of property acquired; or, for any of the objects or purposes of the corporation; and, to secure the payment of the principal and interest of any such obligations by mortgage, pledge, deed indenture, agreement, instrument of trust, lien upon, assignment of or agreement in respect of, all or any part of the property, real or personal, or the corporation, or all of any of it's rights of interest therein, wheresoever situated, and whether at the time owned or thereafter acquired; and, in such manner and upon such terms as the Board of Directors may deem judicious, to sell or pledge such bonds or obligations, or to discount notes of the corporation for its corporate purposes.
- d) To engage in any other business, or do any and all acts and things incident to, or which the Board of Directors may be deemed necessary to, the carrying out of the success of any business outlined above; to engage in any and every lawful business whatsoever, whether herein mentioned or not.

ARTICLE VI

Authorized Shares

The corporation is authorized to issue Ten Thousand (10,000) shares of common stock having par value of \$1 a share. Said stock shall be payable in cash, property, labor or services at a just valuation to be fixed by the Board of Directors at a meeting for that purpose.

ARTICLE VII

Directors

The initial board of directors shall consist of one member. The name and address of the first board of director is:

Names

Addresses

Gregory A. Sanoba

101 West Main Street, #170, Lakeland, FL 33801

ARTICLE VIII

Incorporators

The name and address of the incorporator is:

Names

Addresses

Gregory A. Sanoba

101 West Main Street, #170, Lakeland, FL 33801

ARTICLE IX

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

ARTICLE X

This corporation shall have power to conduct business in any state or foreign country and to maintain offices there subject to the laws of such jurisdiction.

IN WITNESS WHEREOF, executed these articles of incorporation this 11th day of August, 1997.



GREGORY A. SANOPA, INCORPORATOR

STATE OF FLORIDA
COUNTY OF POLK

Personally appeared before me, the undersigned authority, this 11th day, August, 1997, GREGORY A. SANOKA, who is personally known to me or has produced a driver's license as identification and who executed the above freely and voluntarily for the purposes therein expressed.

Subscribed and sworn to before me on this 11th day of August, 1997 .

Susan B. Beals
NOTARY PUBLIC

My Commission Expires:

My Commission Number is:



SUSAN B. BEALS
COMMISSION # CC 644759
EXPIRES MAY 7, 2001
BONDED THRU
ATLANTIC BONDING CO., INC.

STATE OF FLORIDA

DEPARTMENT OF STATE

Certificate Designating Place of Business or Domicile for the Service of Process Within This State, Naming Agent Upon Whom Process May be Served and Names and Addresses of the Officers and Directors.

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First, That, **B.G. WILES, INC.**, a corporation duly organized and existing under the laws of the State of Florida, with its principal and registered office, as indicated in the Articles of Incorporation, at City of Lakeland, County of Polk, and State of Florida, HAS named Gregory A. Sanoba, located at 101 West Main Street, Suite 170, Lakeland, FL 33801, as its agent to accept service of process within the state.

OFFICERS:

TITLE NAME:

SPECIFIC ADDRESS:

Gregory A. Sanoba

Incorporator and
Register Agent

101 West Main Street, Ste. 170
Post Office Box 393
Lakeland, Florida 33802

By:

Gregory A. Sanoba, Registered Agent

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ACKNOWLEDGMENT:

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 provisions of said Act relative to keeping open said office.

By:

Gregory A. Sanoba, Registered Agent

It is necessary to file this Certificate within thirty days after filing Certificate of Incorporation, as to domestic corporations and within thirty days after issuance of permit to foreign corporations; and thereafter when corporation has changed its place of business or agent or changed its officers and/or directors.