

TRANSMITTAL LETTER

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Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

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-06/12/98--01099--004  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

SUBJECT: BENEFIRST CORPORATION  
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00  
Filing Fee

☒ \$78.75  
Filing Fee  
& Certificate

☐ \$122.50  
Filing Fee  
& Certified Copy

☐ \$131.25  
Filing Fee,  
Certified Copy  
& Certificate

ADDITIONAL COPY REQUIRED

FROM: ORLANDO J. VALDES  
Name (Printed or typed)

3812 LYNWOOD AVENUE  
Address

TAMPA, FL 33611  
City, State & Zip

813-902-9142  
Daytime Telephone number

DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

98 JUN 12 AM 8:55

FILED

NOTE: Please provide the original and one copy of the articles.

mm 6-16-98

## ARTICLES OF INCORPORATION OF BENEFIRST CORPORATION

The undersigned incorporator hereby executes these Articles of Incorporation for the purpose of forming a corporation for-profit in accordance with the laws of the State of Florida.

### ARTICLE 1

The name of the corporation shall be: **BeneFirst Corporation**

### ARTICLE 2

The address of the principal office and the mailing address of the corporation shall be

3812 Lynwood Avenue  
Tampa, Florida 33611

### ARTICLE 3

#### CAPITAL STOCK

The aggregate number of shares of capital stock authorized to be issued by this corporation shall be 100,000 shares of common stock with a par value of \$.01 per share. Each share of said stock shall entitle the holder thereof to one vote at every annual or special meeting of the stock holders of this corporation. The consideration for the issuance of said shares of capital stock may be paid, in whole or in part, in cash, in promissary notes, in other property (tangible or intangible), in labor or services actually performed for this corporation, in promises to perform services in the future evidenced by a written contract, or in other benefits to this corporation at a fair valuation to be fixed by the Board of Directors. When issued, all shares of stock shall be fully paid and nonassessable.

### ARTICLE 4

#### INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent is: Orlando J. Valdes, 3812 Lynwood Avenue, Tampa, Florida 33611. This corporation shall have the right to change such registered agent and such registered office from time to time, as provided by law.

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**ARTICLES OF INCORPORATION OF  
BENEFIRST CORPORATION**

ARTICLE 5

BOARD OF DIRECTORS

The Board of Directors of this corporation shall consist of a number of directors to be fixed from time to time by the stockholders or the by-laws. The business affairs of this corporation shall be managed by the Board of Directors, which may exercise all such powers of this corporation and do all such lawful acts and things as are not by law directed or required to be exercised or done only by the stockholders.

ARTICLE 6

INITIAL BOARD OF DIRECTORS

The initial Board of Directors of this corporation shall consist of (1) member, such member to hold office until his successor has been duly elected and qualified. The name and street address of the initial director is:

<u>Name</u>	<u>Address</u>
Orlando J. Valdes	3812 Lynwood Avenue Tampa, Florida 33611

ARTICLE 7

INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation is:

<u>Name</u>	<u>Address</u>
Orlando J. Valdes	3812 Lynwood Avenue Tampa, Florida 33611

## ARTICLE 8

### PURPOSES AND DURATION

The general purpose for which this corporation is organized is the transaction of any and all lawful business for which corporations may be incorporated under the Business Corporation Act of the State of Florida, and any amendments thereto, and in connection therewith, this corporation shall have and may exercise any and all powers conferred from time to time by law upon corporations formed under such Act. This corporation shall have perpetual existence.

## ARTICLE 9

### BY-LAWS

The power to adopt the by-laws of this corporation, to alter, amend or repeal the by-laws, or to adopt new by-laws, shall be vested in the Board of Directors of this corporation.

## ARTICLE 10

### AMENDMENT OF ARTICLES OF INCORPORATION

This corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the stockholders herein are subject to this reservation.

IN WITNESS THEREOF, the undersigned incorporator has executed these Articles of Incorporation for the uses and purposes therein stated.

DATED June 11, 1998.



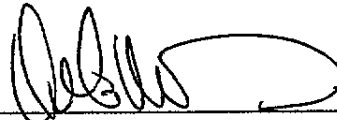
Orlando J. Valdes

**BENEFIRST CORPORATION**

**ACCEPTANCE OF SERVICE AS REGISTERED AGENT**

The undersigned, Orlando J. Valdes, having been named as registered agent to accept service of process for the above-named corporation at the registered office designated in the Articles of Incorporation, hereby agrees and consents to act in that capacity. The undersigned is familiar with and accepts the duties and obligations of such position.

DATED this 11 day of June, 1998.



Orlando J. Valdes

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**98 JUN 12 AM 8:55**

**DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA**