

P980000057709

ACCREDITED FINANCIAL ACCOUNTING, INC.
2430 Shadowlawn Drive
Suite Seven
Naples, Florida 34112
941-775-8588

April 17, 1998

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-06/26/98--01069--012
*****70.00 *****70.00

Secretary of State
Div. of Corporations
P.O. Box 6327
Tallahassee, FL 32314


EFFECTIVE DATE
10.24.98

Re: Benji & Glenji, Inc.

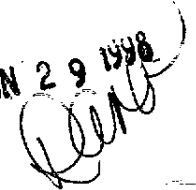
Enclosed please find the Articles of Incorporation for Benji & Glenji, Inc.

A check for \$70.00 is enclosed. Please return to us the charter number for the corporation. We do not require a certified copy.

Sincerely yours,


Glenn A. Morton, E.A.

FILED
98 JUN 26 AM 11:13
SECRETARY OF STATE
TALLAHASSEE FLORIDA

JUN 29 1998


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ARTICLE OF INCORPORATION
OF
BENJI & GLENJI, INC.

FILED
98 JUN 26 AM 11:13
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned subscriber to the Articles of Incorporation, being a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I

NAME

~~SECRETARY OF STATE~~
6-24-98

The name of this corporation is:

Benji & Glenji, Inc.

2430 Shadowlawn Dr. Suite 7

Naples, Fl. 34112

ARTICLE II

GENERAL NATURE OF BUSINESS

This corporation is organized for the purpose of transacting any and/or all lawful business under the General Corporation act of the Florida statutes.

ARTICLE III

CAPITAL STOCK

This corporation is authorized to issue 500 shares of one dollar (\$1.00) par value common stock.

ARTICLE IV

PREEMPTIVE RIGHTS

Each shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which they already hold, shall have the right to purchase their pro rata share thereof at the price at which it is offered to others.

ARTICLE V

DURATION

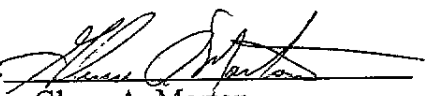
This corporation is to exist perpetually.

ARTICLE VI

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is: 2430 Shadowlawn Dr. Suite 7, Naples, FL 34112 and the name of the initial registered agent of this corporation at that address is Glenn A. Morton. I am familiar with and accept the duties and responsibilities as registered agent for said corporation.

Signed:


Glenn A. Morton

ARTICLE VII

INITIAL BOARD OF DIRECTORS

This corporation shall have two director initially. The number of directors may never be less than one. The name and address of the initial director of this corporation are as follows:

NAME	ADDRESS
Glenn A. Morton	2430 Shadowlawn Dr. Suite 7 Naples, FL 34112
Benedict A. Brougham	2430 Shadowlawn Dr. Suite 7 Naples, Fl. 34112

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TALLAHASSEE FLORIDA

ARTICLE VIII

INCORPORATOR

The name and address of the person subscribing these articles is:

NAME	ADDRESS
Glenn A. Morton	2430 Shadowlawn Dr. Suite 7 Naples, FL 34112

ARTICLE IX

AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment thereto, in the manner provided by law, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE X

INDEMNIFICATION

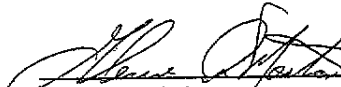
The corporation shall indemnify any officer and/or director, or any former officer and/or director to the full extent of the law.

ARTICLE XI

EFFECTIVE DATE

These Articles of Incorporation shall be effective upon the date of subscription and acknowledgment.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles on the 24th day of June, 1998.


Glenn A. Morton

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

STATE OF FLORIDA
COUNTY OF COLLIER

The foregoing instrument was acknowledged before me this 17th day of April, 1998 by Glenn A. Morton.


Notary Public

State of Florida at Large



VICKY L. KALAVITIS
My Comm Exp. 8/25/00
Bonded By Service Inc
No. CC079189
My Secretary Knows (1) (08) (1) (0)