

Charter Number Only

11/17/98
P970000 19980

ALLOCATION ONLY

Requestor's Name
Address
City State ZIP Phone

BROWN

200002634782--1
-09/09/98-01008--021
*****70.00 *****70.00

CORPORATION(S) NAME

~~B + B Property Management, Inc~~



Empire Toll Free: 1-800-432-3028

RECEIVED
98 SEP - 9 AM 9:40
DIVISION OF CORPORATION

98 SEP 16 AM 11:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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| <input checked="" type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> NonProfit | <input type="checkbox"/> Dissolution | <input type="checkbox"/> Mark |
| <input type="checkbox"/> Foreign | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Reservation | <input type="checkbox"/> Change of Registered Agent |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Photo Copies | <input type="checkbox"/> Certificate Under Seal |
| <input type="checkbox"/> Certified Copy | <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call If Problem |
| <input type="checkbox"/> Call When Ready | <input type="checkbox"/> After 4:30 | <input type="checkbox"/> Mail Out |
| <input checked="" type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up |

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

September 9, 1998

EMPIRE

SUBJECT: B & B PROPERTY MANAGEMENT, INC.
Ref. Number: W98000020548

We have received your document for B & B PROPERTY MANAGEMENT, INC. and your check(s) totaling \$70.00. 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) 487-6924.

Sharon Davis
Document Specialist Supervisor

Letter Number: 498A00045863

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION
OF

BENCHMARK PROPERTY MANAGEMENT, INC.

* * * * *

We, the undersigned, hereby make, subscribe, acknowledge and file these Articles for the purpose of forming a corporation under the laws of the State of Florida:

ARTICLE I

NAME

The name of this corporation shall be BENCHMARK PROPERTY MANAGEMENT, INC.

ARTICLE II

DURATION

The corporation shall have perpetual existence beginning with the date of acceptance of the corporation by the Secretary of State of the State of Florida.

ARTICLE III

PURPOSE

This corporation is organized for the purpose of business of real estate development and rental and for the purpose of transacting any or all lawful business within or without the State of Florida, and to have all powers conferred upon the corporation by the laws of the State of Florida.

ARTICLES OF INCORPORATION

ARTICLE IV

CAPITAL STOCK

The capital stock of this corporation shall consist of one thousand (1000) shares of common stock of one dollar (\$1.00) par value, fully paid and non-assessable.

ARTICLE V

INITIAL REGISTERED OFFICE, PRINCIPAL OFFICE AND AGENT

The initial principal office of this corporation shall be located at P.O. Box 221423, Hollywood, FL 33022 and the name and address of the initial registered agent of this corporation shall be David R. Benjamin, 944 Lincoln Street, Hollywood, FL 33019

ARTICLE VI

INITIAL BOARD OF DIRECTORS

This corporation shall initially have two (2) directors. The number of directors may be changed from time to time by the by-laws but shall never be less than one (1). The names and addresses of the directors are:

David R. Benjamin
944 Lincoln Street
Hollywood, FL 33019

Mark Broderick
P.O. Box 221423
Hollywood, FL 33022

ARTICLES OF INCORPORATION

ARTICLE VII

SPECIAL PROVISIONS

The following special provisions shall govern this corporation:

A. The time and place of the annual shareholders' meeting and the annual directors' meeting shall be fixed and provided for in the by-laws and notice of same shall be given in one of the methods provided by law. Any shareholder or director may waive notice of the time, place and purpose of any meeting either before, at, or after such meeting.

B. There shall be a President, a Vice-President, a Secretary, and a Treasurer of this corporation, and such assistants as the shareholders may, by resolution, determine to be necessary and/or as provided in the by-laws. This corporation may also have such other officers, assistants and factors as may be determined necessary and provided for by resolution of the shareholders and/or in the by-laws. Any person may hold two or more offices. The shareholders may, at any time, by majority vote at a duly-called and noticed meeting declare any office or directorship vacant or remove any officer or director and elect a successor thereto. Additionally, directors may, at any time, by majority vote at a duly-called and noticed meeting declare any office vacant or remove any officer and elect a successor thereto.

ARTICLES OF INCORPORATION

C. The directors may describe a method or methods for replacement of lost certificates and prescribe reasonable conditions by way of security for the issuance of new certificates.

D. No person shall be required to own, hold or control stock in the corporation as a condition precedent to holding an office or directorship in this corporation.

E. No contract or other transaction between the corporation and any other corporation, in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the officers or directors of the corporation is or are interested in or is an officer or director or are officers or directors of such other corporations, and any officer, officers or directors, individually or jointly, may be a party or parties to or may be interested in any such contract or transaction of the corporation or in which the corporation is interested, and no contract, act or transaction of the corporation with any person or persons, firm or corporation, in the absence of fraud, shall be affected or invalidated by the fact that any officer, officers or directors of the corporation is a party or parties to or interested in such contract, act or transaction, or in any way connected with such person or persons, firm or corporation, and each and every person who may become an officer or director of this corporation is hereby relieved from any liability that might otherwise exist from thus contracting with the corporation in which he may be in anywise interested.

ARTICLES OF INCORPORATION

ARTICLE VIII

OFFICERS

The officer(s) of the corporation who shall conduct the business of the corporation during the first year of its existence or until their successors are elected and qualified shall be:

David R. Benjamin (President)
944 Lincoln St
Hollywood, FL 33019

Mark Broderick (Vice-President)
P.O. Box 221423
Hollywood, FL 33022

ARTICLE IX

INCORPORATOR

The name and address of the incorporator is:

David R. Benjamin
944 Lincoln St.
Hollywood, FL 33019

ARTICLE X

AMENDMENT

This corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by law, and all rights conferred on officers and shareholders herein are granted subject to this reservation.

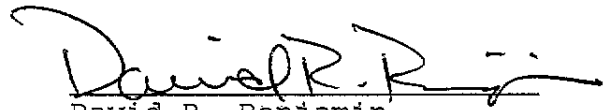
ARTICLE XI

COMMENCEMENT

This corporation shall commence its existence upon filing with the Secretary of State of the State of Florida.

ARTICLES OF INCORPORATION

IN WITNESS WHEREOF, the undersigned incorporator has subscribed to these Articles of Incorporation this 4th day of September, 1998.


David R. Benjamin

STATE OF FLORIDA)
COUNTY OF BROWARD)

The foregoing instrument was acknowledged before me this _____ day of _____, 1998.

My Commission Expires:

Notary Public

ACCEPTANCE OF REGISTERED AGENT

I HEREBY ACCEPT my appointment as Registered Agent of the above corporation, this 4th day of September, 1998.


David R. Benjamin

ARTICLES OF INCORPORATION

CERTIFICATE DESIGNATING (OR CHANGING) PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THE 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 BENCHMARK PROPERTY MANAGEMENT, INC.
(Name of Corporation)
desiring to organize under the laws of the state of FLORIDA
(State)
with its principal office, as indicated in the articles of
incorporation at City of HOLLYWOOD County
(City)
of BROWARD State of FLORIDA
(County) (State)
has named DAVID R. BENJAMIN
(Name of Resident Agent)
located at 944 LINCOLN STREET
(Street address and number or building,
Post Office Box address not acceptable)
City of HOLLYWOOD County of BROWARD
(City) (County)
State of Florida, as its agent to accept service of process within
this state.

ACKNOWLEDGEMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

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

David R. Benjamin

Signature
(Resident Agent)

FILED
98 SEP 16 AM 11:06
SECRETARY OF STATE
TALLAHASSEE FLORIDA