

P99000007046

January 02, 1999

Department of State, Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

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-01/19/99--01081--020
*****70.00 *****70.00

Re: FLORIDA BENCHMARK, INC.

Ladies and Gentlemen:

Please find enclosed for filing one original and one copy of the Articles of Incorporation of FLORIDA BENCHMARK, INC. Also enclosed is a check in the amount of \$70.00 as the appropriate filing fee.

Please return the copy, stamped to show the date of filing, to the undersigned.

Sincerely,

Marcel G. Mayer

MARCEL G. MAYER
1512 LEO LANE, SUITE 4, CLEARWATER,,
FL 33765

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JAN 19 PM 2:22

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ARTICLES OF INCORPORATION
OF
FLORIDA BENCHMARK, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JAN 19 PM 2:22

ARTICLE I

The name of the Corporation is FLORIDA BENCHMARK, INC.

ARTICLE II

The principal place of business and mailing address of this corporation shall be 1512 LEO LANE, SUITE 4, CLEARWATER, FL 33765.

ARTICLE III

The aggregate number of shares which the Corporation has authority to issue is 100 shares of common stock with no par value.

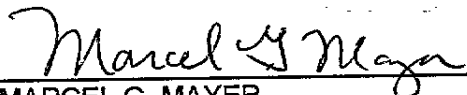
ARTICLE IV

The address of the initial registered office of the Corporation is 1512 LEO LANE, SUITE 4, CLEARWATER, Florida 33765, and the name of the Corporation's initial registered agent for service of process at such address is MARCEL G. MAYER.

ARTICLE V

The name and address of the incorporator to these Articles of Incorporation is:
MARCEL G. MAYER, 1512 LEO LANE, SUITE 4, CLEARWATER, FL 33765.

IN WITNESS WHEREOF, I have hereunto set my hand this 15 day of
JANUARY, 1999.


MARCEL G. MAYER
1512 LEO LANE, SUITE 4, CLEARWATER, FL
33765

12: Names and addresses of officers and/or directors: (Street address ONLY- P. O. Box NOT acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President: MARCEL G. MAYER

Address: 1512 LEO LANE, SUITE 4 CLEARWATER, FLORIDA 33765

Vice President: ROBERT J. REYNOLDS

Address: 1924 WOLFORD RE. UNIT B CLEARWATER, FLORIDA 33760

Secretary: ANDREW J. LAPIDUS

Address: 204 S. DUNCAN AVE CLEARWATER, FLORIDA 33755

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. Marcel G. Mayer
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. MARCEL G. MAYER
(Typed or printed name and capacity of person signing application)

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, 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: FLORIDA BENCHMARK, INC.
2. The name of the registered agent and office is:

MARCEL G. MAYER
1512 LEO LANE, SUITE 4, CLEARWATER, , Florida 33765

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.

SIGNATURE Marcel G. Mayer
DATE 1/15/99