

**Electronic Articles of Incorporation
For**

P02000081606
FILED
July 25, 2002
Sec. Of State

PHEONIX APARTMENTS, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

PHEONIX APARTMENTS, INC.

Article II

The principal place of business address:

111 SOUTH SCOTT STREET
MELBOURNE, FL. 32901

The mailing address of the corporation is:

111 SOUTH SCOTT STREET
MELBOURNE, FL. 32901

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

750,000

Article V

The name and Florida street address of the registered agent is:

BENJAMIN SAXON III
111 SOUTH SCOTT STREET
MELBOURNE, FL. 32901

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: BENJAMIN Y. SAXON, III

Article VI

The name and address of the incorporator is:

BENJAMIN Y. SAXON, III
111 SOUTH SCOTT STREET

MELBOURNE, FL 32901

Incorporator Signature: BENJAMIN Y. SAXON, III

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P
BENJAMIN SAXON III
111 SOUTH SCOTT STREET
MELBOURNE, FL. 32901

Title: V
TIMOTHY RADCLIFF
111 SOUTH SCOTT STREET
MELBOURNE, FL. 32901

Title: S
TIMOTHY RADCLIFF
111 SOUTH SCOTT STREET
MELBOURNE, FL. 32901

Title: T
TIMOTHY RADCLIFF
111 SOUTH SCOTT STREET
MEBOURNE, FL. 32901

Title: D
BENJAMIN SAXON III
111 SOUTH SCOTT STREET
MELBOURNE, FL. 32901

Title: D
TIMOTHY RADCLIFF
111 SOUTH SCOTT STREET
MELBOURNE, FL. 32901

Article VIII

The effective date for this corporation shall be:

08/01/2002