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Florida Department of State
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FOREIGN PROFIT/NONPROFIT CORPORATION

THE PHOINIX GROUP INC.

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#08000142582-3

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. The Phoinix Group Inc.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

Team Phoinix Inc.

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Delaware

(State or country under the law of which it is incorporated)

3.

(FEI number, if applicable)

4. 01/28/2004

(Date of incorporation)

5.

perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. upon qualification

(Date first transacted business in Florida, if prior to registration)

(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 16308 Calidonia Lane, Suite 100, Tampa, Florida 33624

(Principal office address)

16308 Calidonia Lane, Suite 100, Tampa, Florida 33624

(Current mailing address)

8. Communication services

(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: Bill Cave

Office Address: 16308 Calidonia Lane, Suite 100

Tampa

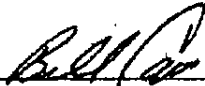
(City)

Florida 33624

(Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

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12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Director: Bill Cave

Address: 16308 Calidonia Lane, Suite 100
Tampa, Florida 33624

Director: Nancy L. Cave

Address: 16308 Calidonia Lane, Suite 100
Tampa, Florida 33624

Director: Matt King

Address: 16308 Calidonia Lane, Suite 100
Tampa, Florida 33624

Director: Drew H. Cave

Address: P.O. Box 212
Elizabethton, Tennessee 37644

B. OFFICERS

President: Bill Cave

Address: 16308 Calidonia Lane, Suite 100
Tampa, Florida 33624

Vice President: Nancy L. Cave

Address: 16308 Calidonia Lane, Suite 100
Tampa, Florida 33624

Secretary: Matt King

Address: 16308 Calidonia Lane, Suite 100, Tampa, Florida 33624

Treasurer: Drew H. Cave

Address: P.O. Box 212, Elizabethton, Tennessee 37644

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

13. 

(Signature of Director or Officer listed in number 12 of the application)

14. Bill Cave, Director

(Typed or printed name and capacity of person signing application)

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Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "THE PHOINIX GROUP INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE SECOND DAY OF JUNE, A.D. 2008.

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SECRETARY OF STATE
DELAWARE



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Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6627815

DATE: 06-02-08