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F96 0000003023

CSC network
PRESTIGE LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 985862 7111257

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : June 12, 1996

ORDER TIME : 9:31 AM

ORDER NO. : 985862

CUSTOMER NO: 7111257

CUSTOMER: Mr. Mark Angell, C/o
Phenix Comcorp, Inc.
P.O. Box 38307

Pittsburgh, PA 15238

300001863823
-06/17/96--01048--003
*****70.00 *****70.00

FOREIGN FILINGS

NAME: PHENIX COMCORP, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

RECEIVED
96 JUN 17 AM 11:15
DIVISION OF CORPORATION

FILED

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACTION BUSINESS IN FLORIDA

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

1. Phenix ComCorp, Inc.
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. Pennsylvania 3. 25-1562884
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 1-11-88 5. Perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. upon qualification
(Date first transacted business in Florida. (See sections 607.1501, 607.1602, and 817.155, F.S.))
7. PO Box 38307
Pittsburgh, PA 15238
(Current mailing address)
8. Telephone Services
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent:

Name: The Prentice-Hall Corporation System, Inc.
Office Address: 1201 Hays Street
Tallahassee, Florida, 32301
(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.

By: Cheryl L. Sparks
(Registered agent's signature)
Cheryl L. Sparks
Client Specialist

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.

FILED
 96 JUN 17 PM 12:04
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

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

A. DIRECTORS

Chairman: Nelson L. Goldberg

Address: 113 Royston Road

Pittsburgh, PA 15238

Vice Chairman: _____

Address: _____

Director: Brad Goldberg

Address: 112 Broken Rock Drive

Henderson, NV 89014

Director: Eric Goldberg

Address: 113 Royston Road

Pittsburgh, PA 15238

B. OFFICERS

President: Nelson L. Goldberg

Address: 113 Royston Road

Pittsburgh, PA 15238

Vice President: Brad Goldberg

Address: 112 Broken Rock Drive

Henderson, NV 89014

Secretary: Eric Goldberg

Address: 113 Royston Road

Pittsburgh, PA 15238

Treasurer: Marsha Goldberg

Address: 113 Royston Road

Pittsburgh, PA 15238

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

13.

Nelson L. Goldberg
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application).

14.

Nelson L. Goldberg, Chairman, President
(Typed or printed name and capacity of person signing application)

FILED
96 JUN 17 PM 12:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



COMMONWEALTH OF PENNSYLVANIA
DEPARTMENT OF STATE

JUNE 13, 1996

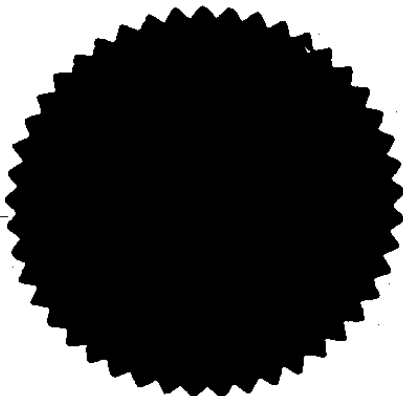
TO ALL WHOM THESE PRESENTS SHALL COME, GREETING:

I DO HEREBY CERTIFY THAT,

PHENIX COMCORP, INC.

is duly incorporated under the laws of the Commonwealth of Pennsylvania and
and remains a subsisting corporation so far as the records of the Office
show, as of the date herein.

FILED
96 JUN 17 PM 12:44
SECRETARY OF STATE
TALLAHASSEE FLORIDA



IN TESTIMONY WHEREOF, I have
hereunto set my hand and caused
the Seal of the Secretary's
Office to be affixed, the day
and year above written.

Secretary of the Commonwealth

DPOS