

LAW OFFICES OF
THOMAS O. MICHAELS, ESQ.
ATTORNEY AND COUNSELOR AT LAW
1370 PINEHURST ROAD
DUNEDIN, FLORIDA
34698

TELE (727)733-8030

FAX (727)734-0534

L01000022035
VIA FEDERAL EXPRESS

December 14, 2001

Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

000004729080--4
-12/17/01--01079--019
****125.00 ****125.00

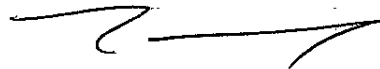
Re: Phoenix Corporate Services, LLC.

Dear Sir or Madam:

Enclosed herewith please find the original and one (1) copy of Articles of Organization for the above styled Limited Liability Company which needs to be filed with your office, as well as our check in the amount of One hundred twenty-five (\$125.00) Dollars for costs incurred in same. After the Articles of Organization have been filed, please return the stamped copy, with the letter of acknowledgment, in the self-addressed stamped envelope enclosed for your convenience.

Do not hesitate to contact our office if you have any questions or require further information.

Sincerely yours,



Thomas O. Michaels, Esq.

Enclosures: as indicated.
TOM/tab

FILED
2001 DEC 17 AM 9:40
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

50

**ARTICLES OF ORGANIZATION
OF
PHOENIX CORPORATE SERVICES, L.L.C.**

Article 1 - Name:

The name of the Limited Liability Company is PHOENIX CORPORATE SERVICES, LLC.

Article 2 - Mailing Address and Street Address:

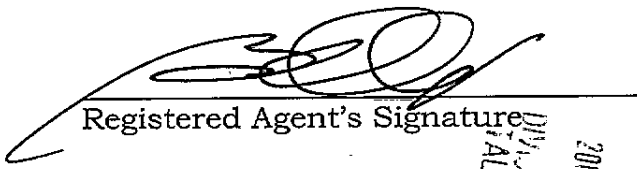
The mailing and street address of the principal office of the Limited Liability Company in Florida is:

702 Citrus Ct.
Largo, Florida 33770

Article 3 - Registered Agent, Registered Office and Registered Agent's Signature:

The name of the registered agent for service of process in Florida is BRIAN R. KELLER, and the street address of the registered office in Florida is 702 Citrus Ct., Largo, Florida 33770.

Having been named as registered agent and to accept service of process for the above stated limited liability company 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 as provided for in Chapter 608, F.S.



Registered Agent's Signature

Prepared By:
Thomas O. Michaels, Esq.
1370 Pinehurst Road
Dunedin, Florida 34698
(727) 733-8030
Fl Bar No. 270830

FILED
2001 DEC 17 AM 9:40
DIANE J. COOPER
ALLAHOUSSE, FLORIDA

Article 4 - Name and Address of Each Organizer:

The name and business address of each organizer is:

BRIAN R. KELLER
702 Citrus Ct.
Largo, Florida 33770

Article 5 - Duration:

The term of the existence of the PHOENIX CORPORATE SERVICES, LLC is perpetual, and shall commence on the date of the filing of these Articles.

Article 6 - Form of Management:

The management of PHOENIX CORPORATE SERVICES, LLC shall be vested in the members. The name and street address of the managing members are:

BRIAN R. KELLER
702 Citrus Ct.
Largo, Florida 33770

Article 7 - Purpose:

The purpose for which PHOENIX CORPORATE SERVICES, LLC is organized is to transact any and all lawful business for which Limited Liability Companies may be organized under the Florida Limited Liability Company Act.

IN WITNESS WHEREOF, I have hereunto set my hand on this 14 day of December, 2001.


BRIAN R. KELLER, Organizer
PHOENIX CORPORATE SERVICES, INC.

FILED
DEC 17 AM 9:40
CLERK OF DISTRICT COURT
PINELLAS COUNTY, FLORIDA

**STATE OF FLORIDA
COUNTY OF PINELLAS**

The foregoing instrument was acknowledged before me this 14 day of December, 2001, by BRIAN R. KELLER, who has produced

Florida Driver's License as identification, and who did take an oath, and acknowledged to and before me that he has executed the foregoing instrument for the purposes therein expressed.

NOTARY PUBLIC:

Sign: Teresa A. Barnett

Print: Teresa A. Barnett

Notary Public

State of Florida

My Commission Expires:

(Seal, if applicable)



FILED
2001 DEC 17 AM 9:41
DIV. AGN. & CORPORATIONS
TALLAHASSEE, FLORIDA