

ACCOUNT NO.: 07210000032

REFERENCE: 373965

7122935

AUTHORIZATION:

COST LIMIT :

ORDER DATE: February 14, 2002

ORDER TIME : 12:26 PM

ORDER NO. : 373965-010

CUSTOMER NO: 7122935

CUSTOMER: Ms. Robin Gordon

Law Offices Of Michael Lapat

300004931193---6

Suite 311

3300 University Drive Coral Springs, FL 33065

DOMESTIC FILING

NAME:

PHOENIX FUND MANAGEMENT, LLC

EFFECTIVE DATE:

ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

_CERTIFIED COPY _ PLAIN STAMPED COPY _ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight - EXT. 1156

PAT. 1156

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ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

PHOENIX FUND MANAGEMENT, LLC

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is: 7820 S. Holiday Drive, Suite #321, Sarasota, FL 34231

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

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

Corporation 3	ervice	Company			
Nam	e				
1201 Ha	ys Stre	et			
Florida street address (P.O. Box NOT acceptable)					
Tallahassee	FL	32301			
City, State,	and Zip				

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.

Corporation Service Ampany

Ev:

Registered Agent's Signature

<u> Article IV -</u>	Management	(Check bo	x if appl	icable.)

The Limited Liability Company is to be managed by one manager or more managers and is therefore, a manager - managed company.

(An additional article must be added if an effective date is requested)

Signature of a member or an authorized representative of a member.

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Dean Urick

Typed or printed name of signee

Filing Fees:

\$100.00 Filing Fee for Articles of Organization

\$ 25.00 Designation of Registered Agent

\$ 30.00 Certified Copy (Optional)

\$ 5.00 Certificate of Status (Optional)