

P00000035659

Florida Department of State

Division of Corporations

Public Access System

Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H00000015296 7)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations

Fax Number : (850) 922-4001

From:

Account Name : AKERMAN, SENTERFITT & EIDSON, P.A. (FT. LAUDERDALE)

Account Number : I19980000010

Phone : (954) 463-2700

Fax Number : (954) 463-2224

FLORIDA PROFIT CORPORATION OR P.A.

HOLDINGS
Fenix Communications, Inc.

Certificate of Status	0
Certified Copy	1
Page Count	04 (5)
Estimated Charge	\$78.75

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 APR - 7 AM 11:50

S. McKnight APR 07 2000

APR-07-2000 10:21

FROM-AKERMANTENTERFITT

954-759-8811

T-477 P.002/005 F-494



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

April 5, 2000

AKERMANTENTERFITT & EIDSON

SUBJECT: FENIX COMMUNICATIONS, INC.
REF: W00000009124

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

THE CONFLICT IS PHOENIX COMMUNICATIONS, INC. DOC #P97000090126.

If you have any further questions concerning your document, please call (850) 487-6931.

Becky McKnight
Document Specialist

FAX And. #: E00000015296
Letter Number: 700A00018718

Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

H00000015296 7

**ARTICLES OF INCORPORATION
OF
FENIX HOLDINGS, INC.**

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

**ARTICLE I
NAME**

The name of the corporation is **FENIX HOLDINGS, INC.** (hereinafter called the "Corporation").

**ARTICLE II
PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office and mailing address of the Corporation is: c/o Orius Corp., 1401 Forum Way, Suite 400, West Palm Beach, FL 33401.

**ARTICLE III
CAPITAL STOCK**

The number of shares of stock that the Corporation is authorized to issue is One Thousand (1,000) shares, One Cent (\$0.01) par value per share, of common stock. Each issued and outstanding share of common stock shall be entitled to one vote on each matter submitted to a vote at a meeting of the shareholders.

**ARTICLE IV
INITIAL REGISTERED OFFICE AND AGENT**

The street address of the Corporation's initial registered office is: 350 E. Las Olas Blvd., Suite 1600, Ft. Lauderdale, Florida 33301. The name of the Corporation's initial registered agent at that office is: American Information Services, Inc.

Prepared by:
Donn A. Beloff, Esq.
350 E. Las Olas Blvd., Suite 1600
Ft. Lauderdale, Florida 33301
(954) 463-2700
Florida Bar No. 222429

H00000015296 7

00 APR -7 AM 11:50

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

H00000015296 7

ARTICLE V
INCORPORATOR

The name and street address of the incorporator of the Corporation is: Donn A. Beloff, 350 E. Las Olas Blvd., Suite 1600, Ft. Lauderdale, Florida 33301.

ARTICLE VI
INDEMNIFICATION

The Corporation shall indemnify any present or former officer or director, or person exercising powers and duties of an officer or a director, to the full extent now or hereafter permitted by law.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 5th day of April, 2000.



Donn A. Beloff, Incorporator

H00000015296 7

**CERTIFICATE OF ACCEPTANCE BY
REGISTERED AGENT**

Pursuant to the provisions of Section 607.0501 of the Florida Business Corporation Act, the undersigned submits the following statement in accepting the designation as registered agent and registered office of **FENIX HOLDINGS, INC.**, a Florida corporation (the "Corporation"), in the Corporation's articles of incorporation:

Having been named as registered agent and to accept service of process for the Corporation at the registered office designated in the Corporation's articles of incorporation, the undersigned accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and the undersigned is familiar with and accepts the obligations of its position as registered agent.

IN WITNESS WHEREOF, the undersigned has executed this Certificate this 5th day of April, 2000.

AMERICAN INFORMATION SERVICES, INC.

By: Mark R. Mayster
Mark R. Mayster, Vice President

H00000015296 7

FT065863;1

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 APR -7 AM 11:50