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FILED

01 MAR 21 PM 12:59

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

SUBJECT: PHILINA II, INC.

I enclose an original and 1 copy(ies) of the Articles of  
Incorporation for the above corporation and a check for the amount of  
\$ 78.75

From: Phyllis Sullis  
Name 3045 N. Federal Hwy  
Address Fort Lauderdale Fl 33306  
City 954 State 943 Zip 4607  
Telephone

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ARTICLES OF INCORPORATION  
FOR  
PHILINA II, INC.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, in order to form a corporation for the purposes hereinafter stated, under and pursuant to the provisions of an Act of Legislature of the State of Florida approved June 1, 1925, and the acts amendatory thereto, do hereby subscribe to these Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be Philina II, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business corporation shall be 3030 Seabreeze Ave, Ft Lauderdale, FL 33316. The corporation's mailing address shall be 3045 N Federal Hwy, Ft Lauderdale, FL 33306.

### ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time shall be One Hundred shares (100) at no par value. The whole or any part of the capital stock of the corporation shall be payable on lawful money of the United States of America, or property, labor or services at a just valuation to be fixed by the Directors. Property or labor may also be purchased with capital stock at such valuation as shall be fixed by the Directors.

### ARTICLE IV BOARD OF DIRECTORS

The corporation shall have two director constituting the original Board of Directors. The number of directors may be increased or decreased from time to time by the bylaws: however there shall never be less than one.

The name and address of the first board of directors of this corporation are:

Phyllis Sullo, President  
3045 N Federal Hwy  
Ft. Lauderdale, FL 33306

x 

Loreli Horan, Vice-President  
3045 N Federal Hwy  
Ft. Lauderdale, FL 33306

x 

ARTICLE V INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is  
Phyllis Sullo, 3045 N Federal Hwy, Ft Lauderdale, FL 33306

ARTICLE VI PURPOSE

This corporation may engage or transact in any or all  
lawful activities or business permitted under the laws of  
the United States, the State of Florida or any other  
state, country, territory or nation.

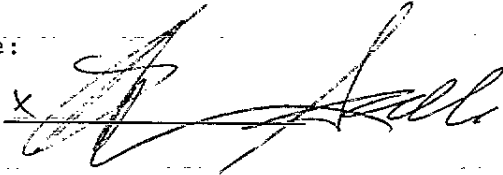
ARTICLE VII TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE VIII INITIAL SUBSCRIBERS

The name and addresses of the initial subscribers to  
these Articles of Incorporation are:

Phyllis Sullo, President  
3045 N Federal Hwy  
Ft. Lauderdale, FL 33306

x 

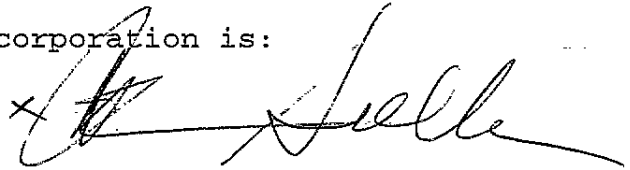
Loreli Horan, Vice-President  
3045 N Federal Hwy  
Ft. Lauderdale, FL 33306

x 

ARTICLE IX INCORPORATOR

The name and address of the incorporator executing the  
Articles of Incorporation of this corporation is:

Phyllis Sullo, President  
3045 N Federal Hwy  
Ft. Lauderdale, FL 33306

x 

ARTICLE X POWER TO FORM PARTNERSHIP

The corporation shall have the power to enter into, or  
become a partner in, any arrangement for sharing profits  
with any person, firm, or corporation now carrying on or  
about to carry on any business which this corporation has  
the direct, incidental and legal authority to pursue.

ARTICLE XI ATTESTATION

IN WITNESS THEREOF, the undersigned incorporator makes  
and files these Articles of Incorporation for the purpose  
and intent to carry on business within the State of

Florida, and said incorporator does attest that the above  
facts and statements are truly and correctly stated on  
this 6<sup>th</sup> day of March, 2001.



Phyllis Sullo

CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is:

Philina II, INC.

2. The name and address of the registered agent and office is:

Phyllis Sullo

3045 N Federal Hwy

Ft Lauderdale, FL 33306

Signature: Phyllis Sullo

Title: President

Date: March 6 2001

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION 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.

Signature: Phyllis Sullo

Date: March 6 2001

FILED  
01 MAR 21 PM 1:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA