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Law Offices Of
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Barry E. Berger
James J. Dowling

November 6, 2001

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

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-11/09/01-01037-002
*****70.00 *****70.00

Re: Phenix Marketing, Inc.

EFFECTIVE DATE

11/19/01

To whom it may concern:

We are enclosing herewith an original and one copy of Articles of Incorporation and Acceptance of Registered Agent for the above named corporation. In addition a check in the amount of \$70.00 is enclosed which represents the following fees:

Filing Fee	\$ 35.00
Registered agent fee	<u>35.00</u>
Total	\$ 70.00

Please file the original of the enclosed Articles and return the copy stamped with the filing date to this office in the self-addressed, stamped envelope provided.

Your prompt attention to this matter would be appreciated and if you have any questions, please contact this office.

Very truly yours,



James J. Dowling

JJD/sbb

Enclosures

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
PHENIX MARKETING, INC.

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

ARTICLE I NAME

The name of the corporation shall be **Phenix Marketing, Inc.**

EFFECTIVE DATE

11/19/07

ARTICLE II NAME

This corporation shall have an effective date of November 19, 2001.

ARTICLE III TERM OF EXISTENCE

This corporation shall have a perpetual existence.

ARTICLE IV NATURE OF BUSINESS

This corporation may engage in the business of marketing or transact 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 V PRINCIPAL OFFICE AND MAILING ADDRESS

The principal place of business and mailing address of this corporation shall be 2539 Gary Circle, Ste. 303, Dunedin, Florida 34698.

ARTICLE VI CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having \$1.00 par value per share.

ARTICLE VII INITIAL REGISTERED AGENT AND ADDRESS

The address of the initial registered agent is 2539 Gary Circle, Ste. 303, Dunedin, Florida 34698 and the name of the initial registered agent of the corporation at that address is John T. Brewer.

ARTICLE VIII DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two Directors initially. The names and street addresses of the initial members of the Board of Directors is:

Beverly P. Brewer
2539 Gary Circle, Ste. 303
Dunedin, FL 34698

John T. Brewer
2539 Gary Circle, Ste. 303
Dunedin, FL 34698

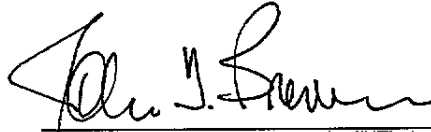
ARTICLE IX INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is John T. Brewer, 2539 Gary Circle, Ste. 303, Dunedin, Florida 34698.

ARTICLE X AMENDMENT OF ARTICLES

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

The undersigned has executed these Articles of Incorporation on this 6th day of November, 2001.



John T. Brewer
Incorporator

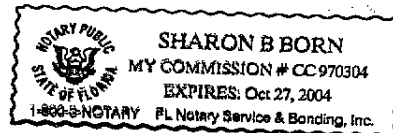
STATE OF FLORIDA
COUNTY OF PINELLAS

BEFORE ME, the undersigned authority, personally appeared John T. Brewer who is personally known to me or who has produced the following identification: n/a, and is the person who executed the foregoing Articles of Incorporation and he acknowledges to and before me that he executed such instrument.


Notary Public

SHARON B. BORN
Stamped, printed or typed name of
Notary Public

My commission expires:



FILED

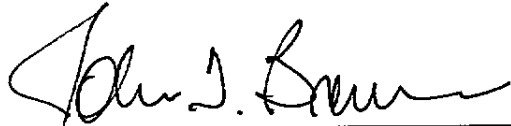
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ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named to accept service of process for the above named corporation, at the place designated in these Articles. I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper performance of my duties.

Date 11/6/01


John T. Brewer