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FILED
SECRETARY OF FLORIDA
TALLAHASSEE, FL
02 FEB - 7 AM 9:52

February 4, 2002

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-02/07/02--01042--004
*****70.00 *****70.00

Corporate Records Bureau
Division of Corporations
Dept. of State
PO Box 6327
Tallahassee, Fl. 32301

Re: Phoenix Management of South Florida, Inc.

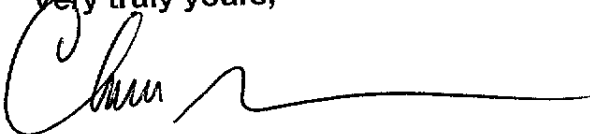
Gentlemen:

Enclosed for filing please find, in duplicate, the Articles of Incorporation for the above-referenced corporation, together with our check in the amount of \$70.00 representing the following:

Filing fees	\$35.00
Registered Agent Designation	<u>35.00</u>
	\$70.00

I would appreciate your recording this corporation and returning same to our office at your earliest convenience.

Very truly yours,



bc
2/11

**Articles of Incorporation
of
Phoenix Management of South Florida, Inc.**

The undersigned incorporators(s) for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE 1 NAME

The name of the corporation shall be:
Phoenix Management of South Florida, Inc.

The principal place of business of this corporation shall be:

13876 SW 56 Street, #144
Miami, Florida. 33175

ARTICLE II EFFECTIVE DATE

The effective date of this corporation shall be immediately.

ARTICLE III NATURE OF BUSINESS

This corporation may engage in 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, county, territory or nation.

ARTICLE IV CAPITAL STOCK

The aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is: 1000 shares at \$1.00 Par Value.

ARTICLE V TERM OF EXISTENCE

This corporation is to exist perpetually.

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ARTICLE VI OFFICERS DIRECTORS

The names(s) and street address(es) of the initial officer(s) and director(s), if any who shall hold office the first year of the corporation's existence or until their successor(s) is (are) elected, is (are):

Frank Quijano 13876 SW 56 Street, #144
Miami, Florida 33175

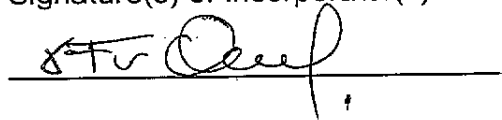
ARTICLE VII INCORPORATORS

The name(s) and street address(es) of the Incorporator(s) to these articles of incorporation is (are):

Frank Quijano 13876 SW 56 Street, Miami, Florida 33175

IN WITNESS WHEREOF, the undersigned incorporator(s) have executed these Articles of Incorporation this 4 day of February, 2002.

Signature(s) of Incorporator(s)

A handwritten signature, appearing to read 'Frank Quijano', is written over a horizontal line.

CERTIFICATE DESIGNATING
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, 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: **Phoenix Management of South Florida, Inc.**

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

Frank Quijano 13876 SW 56 St. #144, Miami Florida. 33175

HAVING BE NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.


Signature

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TALLAHASSEE, FLORIDA