P020000014880

Department of State Division of Corporat P. O. Box 6327 Tallahassee, FL 323			o	FILED SECRETARY OF STATE TALLAHASSEE FICRID 02 JUL 10 PH 12: 42
SUBJECT:	THE PHOEN IX (PROPOSED CORPORA)	GROUP IN TE NAME - MUST INCLU	/C. JDE SUFFIX)	D OF STATE S.F.CRIDA. PM 12: 42
Enclosed are an original	inal and one (1) copy of the artic	cles of incorporation and	a check for:	•
\$70.00 Filing Fee	□ \$78.75 Filing Fee & Certificate of Status	S78.75 Filing Fee & Certified Copy ADDITIONAL CO	**287.50 Filing Fee, Certified Copy & Certificate of Status PY REQUIRED	
FROM:	9029 GTEN EN A TALLAHASSEE City, 1 (850) 894-8	Frinted or typed) Printed or typed) ACCE WM Address FL 32312 State & Zip 8545 elephone number	W.C.C.	RECEIVED
		-	-0000606: -06/27/02- *****87.5	-01061003

NOTE: Please provide the original and one copy of the articles.

W-18822

BR 7/10



FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

June 27, 2002

THE PHOENIX GROUP, INC. 9029 GLEN EAGLE WAY TALLAHASSEE, FL 32314

SUBJECT: THE PHOENIX GROUP, INC.

Ref. Number: W02000018822

We have received your document for THE PHOENIX GROUP, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

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 document number of the name conflict is P01000053843.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6931.

Becky McKnight Document Specialist New Filing Section

Letter Number: 002A00041200

July 3,2002

FILED SECRETARY OF STATE TALLAHASSEE, FLORIDA

02 JUL 10 PM 12: 42

Ms. Becky McKnight Florida Department of State Division of Corporations PO Box 6327 Tallahassee, FL 32312

Dear Becky:

Per our request please find enclosed an Affidavit of "no" intention of reinstating the administratively dissolved corporation, **Phoenix Capital Group**, from Mr. Richard Bernstein (Registered Agent).

AFFIDAVIT

State of Florida)

: SS

County of Dade)

BEFORE ME, the undersigned authority, duly authorized to administer oaths and take acknowledgements, personally appeared **RICHARD N. BERNSTEIN**, who being first duly sworn, deposes and states as follows:

I, Richard N. Bernstein (Registered Agent) of Phoenix Capital Group, hereby acknowledge no intention of reinstating the dissolved corporation formerly known as Phoenix Capital Group.

FURTHER AFFIANT SAYETH NOT.

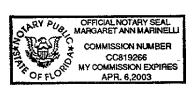
Richard N. Bernstein

SWORN TO AND SUBSCRIBED before me this 5^{th} day of July by RICHARD N. BERNSTEIN, who is personally known to me.

NOTARY PUBLIC, STATE OF FLORIDA

Margaret Ann Marinelli

My Commission Expires:



ARTICLES OF INCORPORATION In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit) ARTICLE I NAME The name of the corporation shall be: PHOENIX CAPITAL GROUP, INC. ARTICLE II PRINCIPAL OFFICE The principal place of business/mailing address is: 9029 GrOW EAGLE WAY THURHASTE FZ 32312 ARTICLE III PURPOSE The purpose for which the corporation is organized is: FOR PROPER PROFESSION CORDENTION ARTICLE IV SHARES The number of shares of stock is: 10,000,000 ARTICLE V INITIAL OFFICERS/DIRECTORS (optional) The name(s), address(es) and title(s): H. RUSSEL SPIVEY, IR MANAGENG DIRECTOR MONTH WEIGHT MANAGING DIRECTOR REGISTERED AGENT The name and Florida street address of the registered agent is: H. RUSSAL SPIVET TR 9029 GLEN EAGLE WAY TACCAMASSEE, IT 32312 ARTICLE VII INCORPORATOR The name and address of the Incorporator is: H. RIASOLL SPINGY, JR POLG GIEN GROVE WAY THUMHUSSOF, FL 32312

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this

certificate, I am familiar with and accept, the appointment as registered agent and agree to act in this capacity