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CORDERO & HANNA, P.A.
ATTORNEYS AND COUNSELORS AT LAW

286 Westward Drive
Miami Springs, Florida 33166
Telephone (305) 883-7272 • Facsimile (305) 883-5515
Toll Free: 1-800-730-3979

FIRST UNION BUILDING SUITE 315
1699 CORAL WAY
CORAL GABLES, FLORIDA 33145

SATELLITE OFFICES IN CAPE CORAL,
ORLANDO, SARASOTA AND TALLAHASSEE

ONE TAMPA CITY CENTER SUITE 2700
201 NORTH FRANKLIN STREET
TAMPA, FLORIDA 33602

REPLY TO: MIAMI SPRINGS

July 15, 2002

VIA EXPRESS MAIL

Division of Corporations
ATTN: Registerion Section
409 East Gaines Street
Tallahassee, Florida 32399

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-07/17/02--01009--018
*****78.75 *****78.75

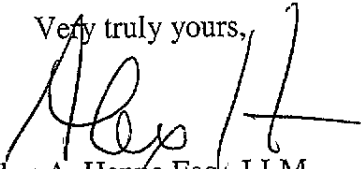
RE: Articles of Corporations of PHOENIX NAVIGATOR, INC., a Florida Corporation

Dear Sir/Madam:

Enclosed is a check in the amount of seventy-eight dollars and seventy-five cents (\$78.75), as per detail below, and an original and one (1) photocopy of the Articles of Incorporation for the above-referenced Florida Corporation.

Thank you for your kind attention and cooperation to this matter.

Very truly yours,


Alex A. Hanna Esq., LLM

\$35.00 Filing Fees
\$35.00 Registered Agent Designation.
\$8.75 Certified Copy
\$78.75

FILED
02 JUL 17 PM 2:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SE
7/17

ARTICLES OF INCORPORATION

of

**PHOENIX NAVIGATOR, INC.
A Florida Corporation**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article I

Name

The name of the corporation is PHOENIX NAVIGATOR, INC. a Florida corporation.

Article II

Duration

This corporation shall have perpetual existence, unless dissolved and according to law, commencing on the 15th day of July, 2002.

Article III

Purpose

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

Article IV

Capital Stock

This corporation is authorized to issue FOUR THOUSAND (4000) shares of ONE AND NO/00 Dollars (\$1.00) par value common stock, which shall be designated "Common Shares".

Article V

Principal Office: Initial Registered Office and Agent

The street address of the initial principal office and registered office of this corporation, is: 286 Westward Drive, Miami Springs, Florida 33166, and the name of the initial registered agent of this corporation and address is: Alex A. Hanna, Esquire, 286 Westward Drive, Miami Springs, Florida 33166.

Article VI

Initial Officers and Board of Directors

This corporation shall initially have four (4) director(s). The number of directors may be increased or decreased from time to time by the By-Laws, but shall never be less than one (1). The name and address of the initial directors and officers of this corporation are:

President/Director:

Maria D. Hanna
286 Westward Drive
Miami Springs, Florida 33166

Vice-President/Director:

Nicolas E. Cordero
286 Westward Drive
Miami Springs, Florida 33166

Secretary/Director:

Juan Judas Cordero
286 Westward Drive
Miami Springs, Florida 33166

Treasurer/Director:

Alex A. Hanna
286 Westward Drive
Miami Springs, Florida 33166

Article VII
General Provisions

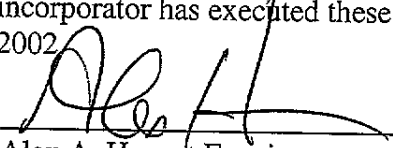
(a) The Corporation may transact business, borrow, lend or otherwise deal or contract to the full extent and subject only to the limitations and provisions of the laws of the State of Florida and the laws of the United States.

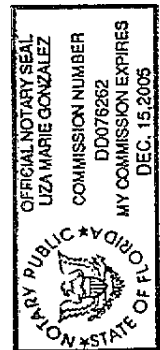
(b) The Corporation shall indemnify each director and officer of the Corporation against all or any portion of any expenses reasonably incurred by him in connection with or arising out of any action, suit or proceeding in which he may be involved, by reason of his being or having been an officer or director of the Corporation, to the full extent permitted by and subject only to the limitations and provisions of the State of Florida and laws of the United States. This provision shall be in addition to any other rights to which those indemnified may be entitled under any By-laws, agreements, vote of the shareholders or disinterested directors, or otherwise, both as to action in his official capacity and is to continue as to any person who has ceased to be a director or officer, and shall inure to the benefit of the heirs, executors and administrators of such a person.

ARTICLE VIII
Incorporator

The name and address of the person signing these Articles is: Alex A. Hanna, Esquire, 286 Westward Drive, Miami Springs, Florida 33166.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this 15th day of July, 2002.


Alex A. Hanna, Esquire



STATE of FLORIDA
COUNTY OF MIAMI-DADE
The foregoing instrument was acknowledged before me
this 15th day of July, 2002 by Alex A. Hanna who is
personally known to me and who did take an oath

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED**

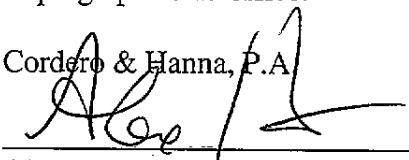
PHOENIX NAVIGATOR, INC.

In pursuance of the Florida Statutes, the following is submitted, in compliance with said Act:

First, that **Phoenix Navigator, Inc.**, desiring to organize under the laws of the State of Florida has named Alex A. Hanna, Esquire, located at 286 Westward Drive, Miami Springs, Florida 33166, as its agent to accept service of process within this State.

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

Cordero & Hanna, P.A.


Alex A. Hanna, Esquire

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA