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Florida Department of State  
Division of Corporations  
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## FLORIDA PROFIT CORPORATION OR P.A.

## FENIX TRADING GROUP, INC.

Certificate of Status	0
Certified Copy	1
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**ARTICLES OF INCORPORATION**

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such Corporation:

1. The name of the corporation is:

**Fenix Trading Group, Inc.**

2. The mailing address for the corporation shall be:

5479 N.W. 72 Avenue  
Miami, Florida 33166

3. The period of its duration is perpetual.

4. The purpose is to engage in activities or business permitted under the laws of the United States and Florida.

5. The corporation shall have authority to issue 5,000 shares, all of one class, \$1.00 par value.

6. The name and address of its initial registered agent is:

Jeffrey M. Flanagan, Esq.  
999 Ponce de Leon Boulevard  
Suite 1000  
Coral Gables, Florida 33134

7. The number of directors constituting its initial board of directors is two, whose names and addresses are:

**NAME****ADDRESS**

Gino Cicioni

5479 N.W. 72 Avenue  
Miami, Florida 33166

Mercedes Visona de Cicioni

5479 N.W. 72 Avenue  
Miami, Florida 33166

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8. The name and address of the Incorporator is:

NAMEADDRESS

Jeffrey M. Flanagan, Esq.

999 Ponce de Leon Boulevard  
Suite 1000  
Coral Gables, Florida 33134

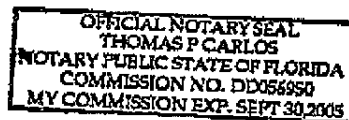
9. Preemptive Rights shall be as follows: The holders of the common stock of this corporation shall have preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Shareholders, such of the shares of the stock of this corporation as may be issued for money (money, or any property or services) from time to time, in addition to that stock authorized (and issued) by the corporation. The preemptive right of any holder is determined by the ratio of the authorized (authorized and issued) shares of common stock held by the holder to all shares of common stock currently authorized (authorized and issued).

DATED this 16<sup>th</sup> day of July 2002.

  
Jeffrey M. Flanagan, Esq.

STATE OF FLORIDA  
COUNTY OF MIAMI-DADE

The foregoing instrument was acknowledged by me this 16<sup>th</sup> day of July 2002, by Jeffrey M. Flanagan, Esq., who is personally known to me and who did take an oath.

  
NOTARY PUBLIC  
My Commission Expires:

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

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First, that Fenix Trading Group, Inc., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at 5479 N.W. 72 Avenue, Miami, Florida 33166, has named Jeffrey M. Flanagan, Esq. with an address of 999 Ponce de Leon Boulevard, Suite 1000, Coral Gables, Florida 33134, 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 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.

  
Jeffrey M. Flanagan, Esq.

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