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TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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-10/07/02--01038--004
*****78.75 *****78.75

SUBJECT: Phoenicopterus, Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate of Status

\$78.75
Filing Fee
& Certified Copy

\$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: Edie Henley
Name (Printed or typed)

4677 E Hwy 20 Ste 2
Address

Niceville, Florida 32578
City, State & Zip

850-897-9918
Daytime Telephone number

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

02 OCT - 7 PM 2:12

FILED

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

State of Florida
Articles of Incorporation
Phoenicopterus, Inc.

FILED

In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit) 02 OCT -7 PM 2: 12

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article I: The corporate name shall be "PHOENICOPTERUS, INC."

Article II: The street address of the initial principal office of the corporation shall be 4677 E. Hwy 20, Ste 2, Niceville, Florida 32578 and the mailing address shall be the same.

Article III: The corporation is organized for the purpose of engaging in or transacting 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 IV: The number of shares the corporation is authorized to issue is 1,000 shares of common stock having No Par Value per share.

Article V: The number of Directors constituting the initial Board of Directors of the Corporation is Two (2) and the names and addresses of the persons who are to serve as Directors until the first annual meeting of the Shareholders or until their successors are elected and qualify are:


Edie Henley, 4677 E. Hwy 20 Ste. 2, Niceville, Florida 32578
Russell Henley, 4677 E. Hwy 20 Ste. 2, Niceville, Florida 32578

Article VI: The street address of the initial registered office of the corporation shall be 4677 E. Hwy 20, Ste. 2, Niceville, Florida 32578 and the name of its initial registered agent at such address is EDIE HENLEY.

Article VII: The name and street address of the incorporator of these Articles of Incorporation:

Edie Henley, 4677 E. Hwy 20, Ste. 2, Niceville, Florida 32578

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 3rd day of October, 2002.



Edie Henley, Incorporator

Acceptance of Registered Agent Designated in Articles of
Incorporation

Phoenicopterus, Inc

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.

Dated: October 3rd, 2002



Edie Henley, Incorporator



Edie Henley/Registered Agent

02 OCT - 7 PM 2:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED