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~~W04-29955~~
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✓ 8/20/04 ✓



GOLDMAN, DASZKAL, CUTLER, BOLTON & KIRBY
Attorneys at Law

ALEX DASZKAL
GLENN GOLDMAN
KENNETH A. CUTLER

BRIAN BOLTON
JEFFREY D. KIRBY

August 17, 2004

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

RE: PHOENIX SOCIETY INTERNATIONAL, INC.

Dear Sir/Madam:

Enclosed herewith please find the following with respect to the above-named corporation:

1. Letter from Florida Department of State dated August 5, 2004; and
2. An original and one copy of Articles of Incorporation.

You previously received our check in the amount of \$78.75. Please file the original Articles of Incorporation and return a certified copy to this office in the enclosed self-addressed, stamped envelope.

Thank you for your attention to this matter.

Sincerely,

ALEX DASZKAL, ESQUIRE

AD:ll

Enclosures

cc: Client



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

August 5, 2004

ALEX DASZKAL, ESQUIRE
1630 W. HILLSBORO BLVD
DEERFIELD BEACH, FL 33442

SUBJECT: PHOENIX ASSOCIATES INTERNATIONAL, INC.
Ref. Number: W04000029955

We have received your document for PHOENIX ASSOCIATES INTERNATIONAL, INC. and your check(s) totaling \$78.75. 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.

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) 245-6962.

Valerie Ingram
Document Specialist
New Filings Section

Letter Number: 304A00048889

ARTICLES OF INCORPORATION

04 AUG 19 PM 4:11

~~Associates~~ OF ~~(P)~~
PHOENIX GROUP INTERNATIONAL, INC.
~~Society~~ (P)

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following Articles of Incorporation:

ARTICLE ONE

The name of the corporation is PHOENIX GROUP INTERNATIONAL, INC.

ARTICLE TWO

The duration of the corporation is perpetual.

ARTICLE THREE

The general nature of the business to be transacted by this corporation is:

1. To engage in every phase and aspect of importing and exporting transactions and any other lawful business.
2. To transact any other lawful business for which corporations may be incorporated under the Florida General Corporation Act, or engage in any other trade or business which can, in the opinion of the Board of Directors of the corporation be advantageously carried on in connection with or auxiliary to the foregoing business.
3. To do such other things as are incidental to the foregoing or are necessary or desirable in order to accomplish the foregoing.

ARTICLE FOUR

The aggregate number of shares which the corporation is authorized to issue is 10,000.00. Such shares shall be a single class and shall have a par value of 05/100 Dollars (\$0.05) per share.

ARTICLE FIVE

The street address of the initial registered office of the corporation is 1630 West Hillsboro Boulevard, Deerfield Beach, Florida 33442, and the name of its initial registered agent is ALEX DASZKAL. I am hereby familiar with and accept the duties and responsibilities as registered agent for said corporation.



ALEX DASZKAL

ARTICLE SIX

The number of directors constituting the initial Board of Directors of the corporation is one
(1). The name and address of each person who is to serve as a member of the initial Board of Directors is:

CHRISTOPHER CRAWFORD
1630 West Hillsboro Boulevard
Deerfield Beach, Florida 33442

ARTICLE SEVEN

The name and address of each incorporator is:

CHRISTOPHER CRAWFORD
1630 West Hillsboro Boulevard
Deerfield Beach, Florida 33442

ARTICLE EIGHT

The principal office and mailing address for the corporation is: PHOENIX GROUP
INTERNATIONAL, INC., 1630 West Hillsboro Boulevard, Deerfield Beach, Florida 33442..

Associates @
Society @

EXECUTED by the undersigned in the City of Deerfield Beach, County of Broward, State of Florida, this 13th day of May, 2004.



CHRISTOPHER CRAWFORD

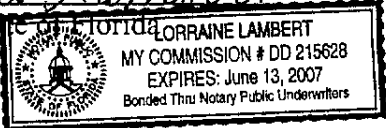
STATE OF FLORIDA

COUNTY OF BROWARD

BEFORE ME, the undersigned authority, personally appeared CHRISTOPHER CRAWFORD , to me known to be the person described herein and who executed the foregoing.

WITNESS my hand and seal this 13th day of May, 2004.

Lorraine Lambert
Notary Public/State of Florida
At Large



My commission expires: