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To: Division of Corporations
Fax Number : (850)205-0381

From: Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

phillips brothers inc.

Certificate of Status	0
Certified Copy	1
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J. Shivers OCT 04 2005

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**ARTICLES OF INCORPORATION
OF**

PHILLIPS BROTHERS INC.
(name of corporation)

In compliance with Chapter 607 and/or 621, F.S. (PROFIT).

ARTICLE I - CORPORATE NAME

The name of the corporation is: PHILLIPS BROTHERS INC.

ARTICLE II - PRINCIPAL OFFICE

This principal place of business is: 9803 S. W. 59 STREET
COOPER CITY, FLORIDA 33328

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue one thousand shares (1000) of one dollar (\$1.00) par value Common Stock, which shall be designate "Common Shares".

ARTICLE V - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) director(s) initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The name(s) and address(es) of the initial director(s) of the corporation is (are) as follows:

ERIC J. PHILLIPS
9803 S. W. 59 STREET
COOPER CITY, FLORIDA 33328

ANTHONY J. PHILLIPS
5952 N. E. 4 AVENUE
MIAMI, FLORIDA 33137

ARTICLE VI - REGISTERED AGENT

The name and Florida street address of the Registered Agent is:

ERIC J. PHILLIPS
9803 S. W. 59 STREET
COOPER CITY, FLORIDA 33328

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ARTICLE VII - INCORPORATOR(S)

The name and address of the incorporator(s) signing is(are):

ERIC J. PHILLIPS
2803 S. W. 59 STREET
COOPER CITY, FLORIDA 33328

ANTHONY J. PHILLIPS
5952 N. E. 4 AVENUE
MIAMI, FLORIDA 33137

Having been named as registered agent and 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.

1 Eric Phillips
 Signature/Registered Agent

10/4/05
 Date

1 Eric Phillips
 Signature/Incorporator

10/4/05
 Date

2 [Signature]
 Signature/Incorporator

10-4-05
 Date

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