

**Electronic Articles of Incorporation
For**

P06000013093
FILED
January 26, 2006
Sec. Of State
sprather

PHOENIX FINANCIAL INC

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

PHOENIX FINANCIAL INC

Article II

The principal place of business address:

4507-4 SUNBEAM ROAD
JACKSONVILLE, FL. US 32257

The mailing address of the corporation is:

POST OFFICE BOX 8912
JACKSONVILLE, FL. US 322390912

Article III

The purpose for which this corporation is organized is:

TO PROVIDE PERSONAL & BUSINESS FINANCIAL SERVICES. NOT
LIMITED TO CONSULTING, BUSINESS DEVELOPMENT, PROPERTY MGMT
AND INVESTMENTS. PERFORM ANY & ALL LEGAL SERVICES IN THE
US.

Article IV

The number of shares the corporation is authorized to issue is:

1000

Article V

The name and Florida street address of the registered agent is:

D & J EXPORT-IMPORT ENTERPRISES INC
4700 MILLENIA BLVD
SUITE 175
ORLANDO, FL. 32839

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: DAVID D FERGUSON

Article VI

The name and address of the incorporator is:

ROY D JACKSON SR
P O BOX 8912

JACKSONVILLE FLORIDA 32239

Incorporator Signature: ROY D JACKSON SR

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P
MARGARET DYSON
P O BOX 8912
JACKSONVILLE, FL. 32239 US

Title: VP
ROY D JACKSON JR
P O BOX 8912
JACKSONVILLE, FL. 32239 US

Title: VP
JAMAL GRAVE
P O BOX 8912
JACKSONVILLE, FL. 32239 US

Title: DIR
ROY D JACKSON SR
P O BOX 8912
JACKSONVILLE, FL. 32239 US