

P95000026556

OFFICE USE ONLY (Document #)

Company name
Omni/Property Finders Inc
Shipper's name
Grady Herring
Address
6539 Spanish Moss Ln
Tampa, FL

Zip code (required)
33625

Phone/Fax/Telex
813-265-2413

OFFICE USE ONLY

RECEIVED
APR 14 1995
FBI - TAMPA

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. Property Finders, Inc. 700001449267
-04/06/95--01041--010
*****70.00 *****70.00
(Corporation Name) (Document #)
2. _____
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(Corporation Name) (Document #)

- ☐ Walk in ☐ Pick up time _____ ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

D. BROWN APR - 4 1995

Examiner's Initials

ARTICLES OF INCORPORATED
OF
PROPERTY FINDERS, INC

FILED
95 APR -4 AM 11:31
S.C. CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

ARTICLE I. NAME

The name of this corporation is Property Finders, Incorporated

ARTICLE II. DURATION

This corporation is to exist perpetually, commencing immediately

ARTICLE III. PURPOSE

This corporation is organized for the purpose of operating a real estate investment, locators of non-qualified and owner financing real properties; property management, business development and acquisition.

ARTICLE IV. CAPITAL STOCK

This corporation is authorized to issue 100 shares of one Dollar (\$1.00) par value common stock, which shall be designated "Common Shares".

ARTICLE V. VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares, except that the Board of Directors may elect a successor director to complete the term of a director who has died or resigned from office.

ARTICLE VI. INITIAL PRINCIPAL OFFICE, REGISTERED OFFICE AND AGENT

The corporation's principal office is 6539 Spanish Moss Circle, Tampa, Florida. The registered office is 6539 Spanish Moss Circle, Tampa, and the registered agent of this corporation at that address is Grady L. Herring II.

ARTICLE VII. INITIAL BOARD OF DIRECTORS

This corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time by the by-laws. The names and addresses of the initial directors of this corporation are : Grady L. Herring II, 6539 Spanish Moss Cr., Tampa, FL 33625, La Verne M. William, 11701 Cypress Park, Tampa, FL 33624.

ARTICLE VIII. MEETING BY CONFERENCE TELEPHONE AND WITHOUT A MEETING
Members of the Board of Directors may participate in meetings of the Board of Directors by means of conference telephone as provided by law. In addition, the directors of this corporation may take action by written consent, as provided by law.

ARTICLE IX. INCORPORATOR

The name and address of the person signing these Articles is: Grady L. Herring II, 6539 Spanish Moss Circle, Tampa, Florida 33625

ARTICLE X. REMOVAL OF DIRECTORS

At a meeting of the shareholders called expressly for that purpose, any one director, or the entire Board of Directors, may be removed, with or without cause, by a vote of the holders of more than fifty percent (50%) of the shares then entitled to vote at an election of directors.

ARTICLE XI. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of of this corporation, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE XII. BY-LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the shareholders.

ARTICLE XIII. INDEMNIFICATION

The corporation shall indemnify any office or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XIV. DIRECTOR CONFLICT OF INTEREST

No contract or other transaction between a corporation and one or more of its directors, or between a corporation and any other corporation, firm, association or other entity, in which one or more of its directors are directors of officers, or are financially interested, shall be either void or voidable for this reason alone or by reason alone such director or directors are present at the meeting of the Board of Directors or of a committee thereof which approves such contract or transaction, or that his or their votes are counted for such purpose:

1. If the fact of such common directorship, officership, or financial interest is disclosed or known to the board or committee, and the board or committee approves such contract or transaction by vote sufficient for such purpose without counting the vote or votes of such interested director or directors; or

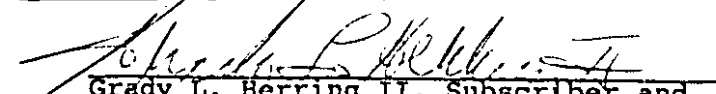
2. If such common directorship, or ownership, or financial interest is disclosed or known to the shareholders entitled to vote thereon, and such contract or transaction is approved by vote of the shareholders; or Grady L. Herring II

3. If the contract or transaction is fair and reasonable as to the corporation at the time it is approved by the board, a committee or the shareholders. Common or interested directors may be counted in determining the presence of a quorum at a meeting of the Board of Directors or a committee which approves such contract or transaction.

ARTICLE XV. AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Article of Incorporation, or any Amendment hereto, and any right conferred upon the shareholders is subject to this reservation.


IN WITNESSES WHEREOF, the undersigned subscriber has executed these
Article of Incorporation this 22 day of March, 1995.


Grady L. Herring II, Subscriber and
Registered Agent

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

Before me, a notary public authorized to take acknowledgements in the
state and county set forth above, personally appeared Grady L. Herring
II known to me and known by me to be the person who executed the
foregoing Articles of Incorporation, and he acknowledged before me that
he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my
official seal, in the state and county aforesaid, this 22 day of
March 1995.


Notary Public

State of Florida at Large

My Commission Expires:

(SEAL)

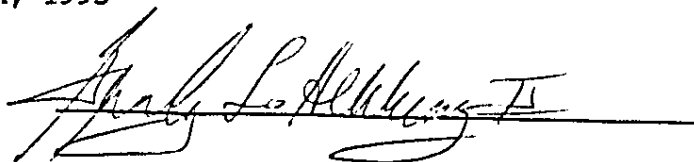
YVONNE
Notary Public
My commission expires 5.1998
CC351866

FILED
95 APR -4 AM 11:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE AS REGISTERED AGENT

I understand the duties of a registered agent and accept said duties.

Dated this 22 day of March, 1995

A handwritten signature in cursive script, appearing to read "Anthony L. Alkington", is written over a horizontal line.

P95000026556

Phoenix

813 791-3645

000001880160
-07/01/96--01023--010
*****35.00 *****35.00

2300 Tall Pines Dr/Ste 125
Largo FL

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
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- ☐ Walk in ☐ Pick up time _____ ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	AMENDMENTS
<input type="checkbox"/> Profit	<input type="checkbox"/> Amendment <i>NC</i>
<input type="checkbox"/> NonProfit	<input type="checkbox"/> Resignation of R.A., Officer/ Director
<input type="checkbox"/> Limited Liability	<input type="checkbox"/> Change of Registered Agent
<input type="checkbox"/> Domestication	<input type="checkbox"/> Dissolution/Withdrawal
<input type="checkbox"/> Other	<input type="checkbox"/> Merger

OTHER FILINGS	REGISTRATION/ QUALIFICATION
<input type="checkbox"/> Annual Report	<input type="checkbox"/> Foreign
<input type="checkbox"/> Fictitious Name	<input type="checkbox"/> Limited Partnership
<input type="checkbox"/> Name Reservation	<input type="checkbox"/> Reinstatement
	<input type="checkbox"/> Trademark
	<input type="checkbox"/> Other

FILED
96 JUN 28 PM 2:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SH 7/5

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

Property finders, Inc.

(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

Change corporate Name to:

Phoenix Corporation of Florida, Inc.

New federal Id # is: 59-3364112

Our new address is:

70.8 Gulf Blvd N.

Unit A

Indian Rocks Beach, FL 34635

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96 JUN 28 PM 2:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: June 15, 1996

FOURTH: Adoption of Amendment(s) (CHECK ONE)

☒ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

☐ The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient for approval by _____ voting group."

☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required

☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required

Signed this day 15th of June, 19 96

Signature

[Signature]
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Grady L. Herring II
Typed or printed name

Director / President
Title