# P95000033980

April 25, 1995

Secretary of State Division of Corporations 409 East Gaines Street Tallahassee, Florida

4 (0.10) 11 4 716.4 14 - 6704 65 - 01125 -015 - 9444122.50 - 9444122.50

RE: PHOENIX SQUARE MANAGEMENT, INC.

#### Gentlemen:

Enclosed please find original and one copy of the Articles of Incorporation for the above proposed Florida corporation. We have also enclosed a check payable to the Secretary of State in the amount of \$122.50 for chartering of this corporation, filing of the registered agent and for a certified copy of the recorded documents. We have also enclosed a prepaid Federal Express airbill and envelope for the expeditious return of the charter documents.

Thank you for your consideration.

Very truly yours,

RONALD SAYLES

5026 Marina Circle

Boca Raton, Florida 33486

(407) 394-4202 or Pager 800 503-8618

AUTHORIZATION BY PHONE TO CORRECT From Self- CC

# ARTICLES OF INCORPORATION OF PHOENIX SQUARE MANAGEMENT, INC.

#### **ARTICLE I - NAME**

The name of the corporation is:

PHOENIX SQUARE MANAGEMENT, INC. 5026 Marina Circle, Boca Raton, FL 33486

#### **ARTICLE II - DURATION**

This corporation shall have perpetual existence commencing on the date of the filing of these Articles of Incorporation with the Department of State.

# **ARTICLE III - PURPOSE**

This corporation is organized for the purpose of transacting any and all lawful business.

### ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue one thousand (1,000) shares of \$1.00 par value common stock which shall be designated "Common Shares".

#### **ARTICLE V - PRE-EMPTIVE SHARES**

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

# ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is: 5026 Marina Circle, Boca Raton, Florida 33486 and the name of the initial Registered Agent of this corporation located at that address and is: RONALD SAYLES.

# ARTICLE VII - INITIAL BOARD OF DIRECTORS OF CORPORATION

This corporation shall have one (1) Director constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the By-Laws. The name and address of the Initial Board of Directors is:

RONALD SAYLES 5026 Marina Circle Boca Raton, Florida 33486

#### **ARTICLE VIII - INCORPORATORS**

The name and address of each person signing these Articles is:

RONALD SAYLES 5026 Marina Circle Boca Raton, Florida 33486

# **ARTICLE IX - INDEMNIFICATION**

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

## **ARTICLE X - AMENDMENT**

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

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this day of April, 1995.

STATE OF FLORIDA

COUNTY OF BrownED.

BEFORE ME, the undersigned Notary Public, authorized to take acknowledgments in the State and County set forth above, personally appeared before me RONALD SAYLES and who identified himself to be the person who executed the foregoing Articles of Incorporation, and acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREFORE, I have hereunto set my hand and seal in the State and County aforesaid this  $\mathcal{L}\varphi$  day of April, 1995.

NOTARY PUBLIC

My commission expires: 3/17/97

ROXANA I. COAQUIRA
MY COMMISSION # CC 268146
EXPIRES: March 17, 1997
Bonded Thru Notary Public Underwritans

Identification submitted:

FL DR. LIC SHOG 7364006()

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE'S FOLLOWING IS SUBMITTED.

FIRST THAT PHOENIX SQUARE MANAGEMENT, INC. DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS PRINCIPAL PLACE OF BUSINESS IN THE CITY OF BOCA RATON, STATE OF FLORIDA HAS NAMED RONALD SAYLES LOCATED AT 5026 MARINA CIRCLE, BOCA RATON, FLORIDA 33486 AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA.

SIGNATURE:

DATED;

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THIS CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER PERFORMANCE OF MY DUTIES.

Registered Agent

DATE:

4/26/95