

JUN-95

**P45000044126**

TRM 495 FLORIDA DIVISION OF CORPORATIONS  
1:59 PM PUBLIC ACCESS SYSTEM (((H95000006362))) ELECTRONIC FILING COVER  
SHEET TO: DIVISION OF CORPORATIONS FROM: FILINGS, INC. DEPARTMENT OF  
STATE 3732 NW 16TH ST STATE OF FLORIDA 409 EAST GAINES STREET  
FT LAUDERDALE FL 33311- TALLAHASSEE, FL 32399 CONTACT: TERESA ROMAN  
FAX: (904) 922-4000 PHONE: (904) 385-6735 FAX: (904) 385-6761  
(((H95000006362))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.  
NAME: PHOENIX CAPITAL INVESTMENTS, INC. FAX AUDIT NUMBER: H95000006362  
CURRENT STATUS: REQUESTED DATE REQUESTED: 06/07/1995 TIME REQUESTED:  
13:59:33 CERTIFIED COPIES: 0 CERTIFICATE OF STATUS: 0 NUMBER OF  
PAGES: 4 METHOD OF DELIVERY: MAIL ESTIMATED CHARGE: \$70.00  
ACCOUNT NUMBER: 072720000101 Note: Please print this page and use it as a cover  
sheet when submitting documents to the Division of Corporations. Your document  
cannot be processed without the information contained on this page. Remember to  
type the Fax Audit number on the top and bottom of all pages of the document.  
(((H95000006362))) \*\* ENTER 'M' FOR MENU. \*\*

*How for pick up*

FILED  
55 JUN -8 AM 10:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*[Signature]* 6/8

813 11 2- 11 11

021111

JUN- 7-95 WED 3:22 PM

P. 12

H95000006362

ARTICLES OF INCORPORATION  
OF  
PHOENIX CAPITAL INVESTMENTS, INC.

FILED  
JUN-8 AM 10:36  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I.  
NAME.

The name of the Corporation is: PHOENIX CAPITAL INVESTMENTS, INC.

ARTICLE II.  
DURATION.

The Corporation shall commence its existence upon the filing of these Articles of Incorporation and shall continue perpetually thereafter.

ARTICLE III.  
PURPOSE.

This Corporation is organized to perform all and any lawful business activities not prohibited by the laws of the State of Florida.

ARTICLE IV.  
PRINCIPAL OFFICE AND MAILING ADDRESS.

The principal office and mailing address of the Corporation is:

PHOENIX CAPITAL INVESTMENTS, INC.  
2700 West Cypress Creek Road, Suite D-131  
Ft. Lauderdale, Florida 33309

ARTICLE V.  
CAPITAL STOCK.

The Corporation is authorized to issue ONE THOUSAND (1000) shares of \$1.00 Dollar (\$) per value common stock, which shall be designated "Common Shares".

PREPARED BY  
LAWRENCE A. CAPLAN, ESQ.  
1 SE 3RD AVENUE SUITE 1940  
MIAMI, FLORIDA 33131  
BAR #400531  
305-892-1000

H95000006362

JUN- 7-95 WED 3:23 PM

P. 13

HA000006362

**ARTICLE VI.  
INITIAL REGISTERED AGENT AND OFFICE.**

The initial Registered Agent and the street address of the registered office of the corporation is:

Lawrence A. Caplan, Esq.  
Kleinfeld & Spivack, P.A.  
One S.E. Third Avenue, Suite 1940  
Sun Bank International Building  
Miami, Florida 33131

**ARTICLE VII.  
INCORPORATOR.**

The person signing these Articles of Incorporation is:

Lawrence A. Caplan, Esq.  
Kleinfeld & Spivack, P.A.  
One S.E. Third Avenue, Suite 1940  
Sun Bank International Building  
Miami, Florida 33131

**ARTICLE VIII.  
POWERS.**

The Corporation shall have all of the corporate powers allowed it under Chapter 607, Florida Statutes.

**ARTICLE IX.  
DIRECTORS**

The initial Director of the Corporation shall be:

MICHAEL F. HONEY  
6804 Via Regina  
Boca Raton, Florida 33433

**ARTICLE X.  
AMENDMENT.**

The Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment to them, and any rights conferred upon the shareholders are subject to this reservation.

HA000006362

JUN-17-85 WED 3:24 PM

P. 14

HP5000006362

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 6<sup>th</sup> day of June, 1988.

  
LAWRENCE A. CAPLAN, Incorporator


STATE OF FLORIDA

COUNTY OF PALM BEACH

:  
: ss:  
:

I HEREBY CERTIFY that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgments, LAWRENCE A. CAPLAN, to me well known to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he signed and executed the same for the purposes stated therein.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at Boca Raton, Palm Beach County, Florida, this 6<sup>th</sup> day of June, 1988.

  
NOTARY PUBLIC, State of Florida  
at Large

My Commission Expires:



OFFICIAL SEAL  
SERALLA FELDMAN  
My Commission Expires  
Aug. 17, 1990  
Comm. No. CC 222100

HP5000006362-

JUN-7-95 WED 3:24 PM

P. 15

HA5000006362

**CERTIFICATE DESIGNATING REGISTERED AGENT  
AND REGISTERED OFFICE FOR SERVICE OF PROCESS**

In compliance with Sections 807.0501 and 48.091, Florida Statutes, the following is submitted:

That PHOENIX CAPITAL INVESTMENT, INC., desiring to organize or qualify under the laws of the State of Florida, has named LAWRENCE A. CAPLAN, ESQ. of the law firm of Kleinfeld & Spivack located at One S.E. Third Avenue, Suite 1940, Sun Bank International Building, Miami, Florida 33131, as its Registered Agent to accept service of process within the State of Florida.

  
LAWRENCE A. CAPLAN, Incorporator

JUNE 6, 1995  
DATE

Having been named to accept service of process for the above stated corporation at the place designated in this certificate, I hereby agree to act in the capacity of Registered Agent, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

  
LAWRENCE A. CAPLAN, Registered Agent

FILED  
95 JUN -8 AM 10:36  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

HA5000006368

P95000944126

7083893541

9-15-95

1772-6861-5

OFFICE USE ONLY

TIM SACORA

305-975-6162

PHOENIX CONTINENTAL CORP

2700 W CYPRESS CREEK RD MD131

FORT LAUDERDALE

FL

33300

(if known):

1. \_\_\_\_\_  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

300001588082  
-09/19/95--01061--019  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

- ☐ 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 checked="" type="checkbox"/>	Amendment NC
<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

SH SEP 21 1995

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
95 SEP 18 AM 8:59

Examiner's Initials

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

---

PHOENIX CAPITAL INVESTMENTS, INC.

---

(present name)

*Pursuant to the provisions of section 607.1006, Florida Statutes, this 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)*

Article 1). The name of the corporation shall be changed to PHOENIX CAPITAL FINANCE, INC.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
95 SEP 18 AM 8:59

**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: 9/12/95

**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.

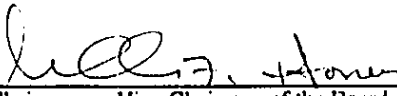
☐ The amendment(s) was/were approved by the shareholders through voting groups.  
*The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"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 12 of September, 19 95.

Signature  President  
(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)

\_\_\_\_\_  
Typed or printed name

\_\_\_\_\_  
Title

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
95 SEP 18 AM 8:59