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LAW OFFICES OF  
JAMES D. GREER  
ATTORNEY AND COUNSELOR AT LAW  
2700 W. Oakland Pk., Room 400  
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TRANSMITTAL LETTER

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-06707295--01037--011  
\*\*\*\*\*70.00 \*\*\*\*\*70.00


Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314


SUBJECT: PIM ENTERPRISES, INC.

Enclosed is an original and one copy of the articles of Incorporation and a Designation and Acceptance of Registered Agent for a Florida Corporation.

A check for \$70.00 is enclosed. This represents payment for the filing fee and designation of registered agent.

Sincerely

  
James D. Greer

  
95 JUN -6 AM 10:05  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**CERTIFICATE OF INCORPORATION**

**-of-**

**PHM ENTERPRISES, INC.**

We, the undersigned, hereby associate ourselves together for the purpose of becoming a corporation under the Laws of the State of Florida, by and under the provisions of the Statutes of the said State of Florida.

**ARTICLE I**

The name of this corporation shall be: PHM ENTERPRISES, INC.

**ARTICLE II**

The corporation may engage in any legal business activity permitted under the laws of the United States of America and of the State of Florida.

**ARTICLE III**

The maximum number of shares of capital stock that this corporation is authorized to have outstanding at any one time is five hundred (500) shares of common stock, having a par value of one (\$1.00) dollar per share.

**ARTICLE IV**

The amount of capital with which this corporation will begin business shall be the sum of not less than five hundred (\$500.00) dollars.

**ARTICLE V**

This corporation shall exist perpetually unless sooner dissolved according to law.

**FILED**  
95 JUN -6 AM 10:05  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE VI

The initial street address of the principal office of the corporation shall be:

1 Las Olas Circle Suite 1113, Ft. Lauderdale, FL 33316

ARTICLE VII

The number of Directors of this corporation shall be at least one (1).

ARTICLE VIII

The name and street address of the member of the first Board of Directors of this corporation are as follows:

Paul H. Miller  
1 Las Olas Circle, Suite 1113  
Ft. Lauderdale, FL 33316

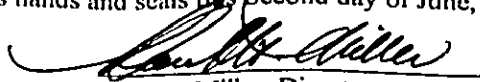
ARTICLE IX

The name and street address of the person signing these Articles of Incorporation as incorporator is as follows: Paul H. Miller  
1 Las Olas Circle, Suite 1113  
Ft. Lauderdale, FL 33316

ARTICLE X

The corporate existence of this corporation shall begin on the date the Articles of Incorporation are filed of record.

In WITNESS WHEREOF, the undersigned, Paul H. Miller, being a natural person, competent to contract, have hereunto set his hands and seals this Second day of June, 1995.

  
Paul H. Miller, Director


STATE OF FLORIDA

FILED  
95 JUN -6 AM 10:05  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

COUNTY OF BROWARD

BEFORE ME, the undersigned Notary Public of the State of Florida, personally appeared PAUL H. MILLER, known to me to be the individual described in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he executed the same freely and voluntarily for the purpose herein expressed.

WITNESS my hand and official seal this First day of June, 1995.

  
Notary Public, State of Florida

(Notary Seal)



JAMES D O'NEEN  
My Commission OC399920  
Expires Jun. 14, 1998  
Bonded by HAI  
800-422-1555

**FILED**  
95 JUN -6 AM 10:05  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

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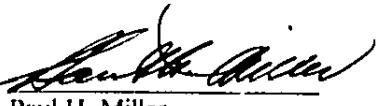
PURSUANT TO Chapter 48.091, Florida Statutes, the following is submitted in  
compliance with said Act:

PHM ENTERPRISES, INC. desiring to organize under the Laws of the State of Florida  
with its principal offices as indicated in the Articles of Incorporation, in the city of FT.  
LAUDERDALE, county of BROWARD, state of Florida has named Paul H. Miller located at 1  
Las Olas Circle Suite 1113, Ft. Lauderdale, FL 33316 as its agent to accept services of process  
within this State.

ACKNOWLEDGEMENT

Having been named to accept services of process for the above stated corporation, at the  
place designated in this certificate, I hereby accept to act in this capacity, and agree to comply  
with the provisions of said act relative to keeping open said office.

By :

  
Paul H. Miller  
Director

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

95 JUN -6 AM 10:05

FILED