

095000051551

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870
 Mailing Address Post Office Box 10349, Tallahassee, FL 32302
 TOLL FREE No. 1-800-342-8062
 FAX (904) 222-1222

RE: Finix Group, Inc.

95 JUL 3 11:18

NAME _____
 FIRM _____
 ADDRESS _____

 PHONE () _____

Service: Top Priority _____ Regular _____
 One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

DIVISION	DESCRIPTION	C.C. FEE.	DISBURSED
<input checked="" type="checkbox"/>	Capital Express™		
<input type="checkbox"/>	Art. of Inc. File		
<input type="checkbox"/>	Corp. Record Search		
<input type="checkbox"/>	Ltd. Partnership File		
<input type="checkbox"/>	Foreign Corp. File		
<input checked="" type="checkbox"/>	Copy(s)		
	<i>Note: Ccy 1.00001529001</i>		
<input type="checkbox"/>	Art. of Amend. File	-07/03/95--01027--004	
<input type="checkbox"/>	Dissolution/Withdrawal	*****70.00	*****70.00
<input type="checkbox"/>	C U S.		
<input type="checkbox"/>	Fictitious Name File		
<input type="checkbox"/>	Name Reservation		
<input type="checkbox"/>	Annual Report/Reinstatement		
<input type="checkbox"/>	Reg. Agent Service		
<input type="checkbox"/>	Document Filing		
<input type="checkbox"/>	Corporate Kit		
<input type="checkbox"/>	Vehicle Search		
<input type="checkbox"/>	Driving Record		
<input type="checkbox"/>	Document Retrieval		
<input type="checkbox"/>	UCC 1 or 3 File		
<input type="checkbox"/>	UCC 11 Search		
<input type="checkbox"/>	UCC 11 Retrieval		
<input type="checkbox"/>	File No.'s, _____ Copies		
<input type="checkbox"/>	Courier Service		
<input type="checkbox"/>	Shipping/Handling		
<input type="checkbox"/>	Phone ()		
<input type="checkbox"/>	Top Priority		
<input type="checkbox"/>	Express Mail Prep.		
<input type="checkbox"/>	FAX () pgs.		
SUBTOTALS			

FILED
 SECRETARY OF STATE
 DIVISION OF CORPORATIONS
 95 JUL -3 PM 1:55

CRB 7/3/95

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE _____	_____	_____	_____
TIME _____	_____	_____	CK No. _____
BY <u>SW</u>	_____	_____	_____

WALK-IN Will Pick Up 107-3

FEE.....	\$ _____
DISBURSED.....	\$ _____
SURCHARGE.....	\$ _____
TAX on corporate supplies.....	\$ _____
SUBTOTAL.....	\$ _____
PREPAID.....	\$ _____
BALANCE DUE.....	\$ _____
	\$ _____

Please remit invoice number with payment
 TERMS: NET 10 DAYS FROM INVOICE DATE
 1 1/2% per month on Past Due Amounts
 Past 30 Days, 18% per Annum.

THANK YOU
 from
 Your Capital Connection

ARTICLES OF INCORPORATION
OF
FENIX GROUP, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

95 JUL -3 PM 1:56

ARTICLE I - NAME

The name of this Corporation is **FENIX GROUP, INC.**

ARTICLE II - DURATION

The Corporation shall have perpetual existence.

ARTICLE III - PURPOSE

The purpose of this Corporation is to engage in any activities or business permitted under the Laws of the United States and Florida.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares which this Corporation is authorized to have outstanding at any time is One Hundred (100) shares of common stock having a par value of Five Dollars (\$5.00) per share.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The initial registered office and mailing address of this Corporation shall be located at 560 N.W. 165th Street Road, Suite 300, Miami, FL 33169, and the initial registered agent of this Corporation at such office shall be PAUL FRAYND, who upon accepting this designation agrees to comply with the provisions of Section 48.091, Florida Statutes as amended from time to time, with respect to keeping an office for service of process.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of one member. The number of directors may be

increased or decreased from time to time by vote of the stockholders, but in no case shall the number of directors be less than one. The name and address of the director constituting the initial Board of Directors is:

Name	Address
PAUL FRAYND	560 N.W. 165th Street Road Suite 300 Miami, FL 33169

ARTICLE VII - INCORPORATOR

The name and street address of the person signing these Articles of Incorporation is:

Name	Address
PAUL FRAYND	560 N.W. 165th Street Road Suite 300 Miami, FL 33169

ARTICLE VIII - INDEMNIFICATION

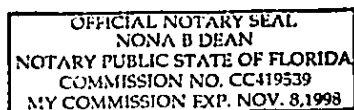
The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

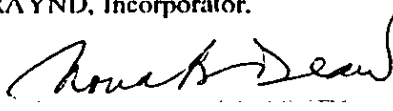
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 21st day of June, 1995.


PAUL FRAYND

STATE OF FLORIDA)
COUNTY OF DADE)

The foregoing Articles of Incorporation of **FENIX GROUP, INC.** were acknowledged before me this 21st day of June, 1995, by PAUL FRAYND, Incorporator.




Notary Public

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

**CERTIFICATE DESIGNATING REGISTERED
AGENT AND STREET ADDRESS FOR SERVICE OF
PROCESS WITHIN FLORIDA**

95 JUL -3 PM 1:56

Pursuant to Florida Statutes 48.091, **FENIX GROUP, INC.**, desiring to organize under the laws of the State of Florida, hereby designates **PAUL FRAYND**, 560 N.W. 165th Street Road, Miami, FL 33169, as its registered agent to accept service of process within the State of Florida.

ACCEPTANCE OF REGISTERED AGENT

Having been named in the Articles of Incorporation to accept service of process for **FENIX GROUP, INC.** at the place designated above, **PAUL FRAYND** agrees to act in this capacity, and agrees to comply with the provisions of Section 48.091 relative to keeping open such office.

Date: 7/28/95


PAUL FRAYND