

**P97000038574**

December 18, 1996

Department of State, Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

800002034789--S  
-12/20/96--01039--008  
\*\*\*\*\*52.50 \*\*\*\*\*52.50

Re: THE PHOENIX GROUP CORPORATION

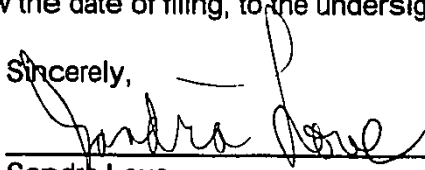
800002034789--S  
-12/20/96--01039--009  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Ladies and Gentlemen:

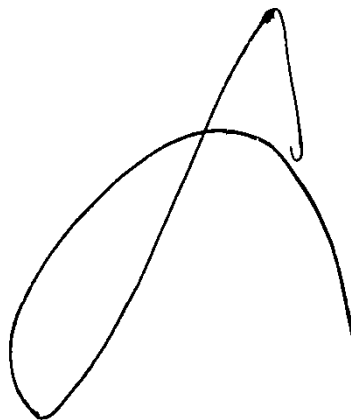
Please find enclosed for filing one original and one copy of the Articles of Incorporation of The Phoenix Group Corporation. Also enclosed is a check in the amount of \$70.00 as the appropriate filing fee, and a separate check in the amount of \$52.50 for 1 certified copies.

Please return the copy, stamped to show the date of filing, to the undersigned.

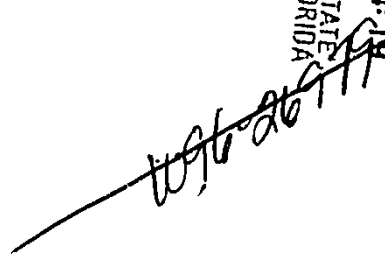
Sincerely,

  
Sandra Love  
3208 E. Colonial Dr. Suite 179, Orlando, FL  
32803

Phone 407/894-3117

  
1/14

**FILED**  
97 JAN 14 PM 4:18  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA





FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

December 26, 1996

SANDRA LOVE  
3208 E. COLONIAL DRIVE  
SUITE 179  
ORLANDO, FL 32803

SUBJECT: THE PHOENIX GROUP CORPORATION  
Ref. Number: W96000026979

We have received your document for THE PHOENIX GROUP CORPORATION and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6934.

Loria Poole  
Corporate Specialist

Letter Number: 896A00057228

3208 E. Colonial Dr. Suite 179  
Orlando FL 32809

Phone: (407) 894-3147  
Fax: (407) 894-3147

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## Memorandum

To: Department of State, Division of  
Corporations  
From: Sandra Love

Date: Friday, January 10, 1997  
Subject: Incorporation of our company

We have already sent you two checks, one for \$70.00 as the appropriate filing fee and another for \$105.00 for two (2) certified copies. We asked you to incorporate under The Phoenix Group Incorporated which you have now advised us is not possible. Therefore we are resubmitting four new company names in order of preference. First choice, (1) Phoenix Group International Incorporated, second choice, (2) International Phoenix Group Incorporated, third choice (3) Phoenix International Incorporated and fourth choice (4) The Phoenix Group International Incorporated.

Please return the copy, stamped to show the date of filing, to the undersigned.

Thank you,

  
Sandra Love

# ARTICLES OF INCORPORATION

OF

## INTERNATIONAL PHOENIX GROUP INCORPORATED

### ARTICLE I

The name of the Corporation is International Phoenix Group Incorporated.

### ARTICLE II

The principal place of business and mailing address of this corporation shall be 3208 E. Colonial Suite 179, Orlando , FL 32803.

### ARTICLE III

The aggregate number of shares which the Corporation has authority to issue is 1,000 shares of common stock with no par value.

### ARTICLE IV

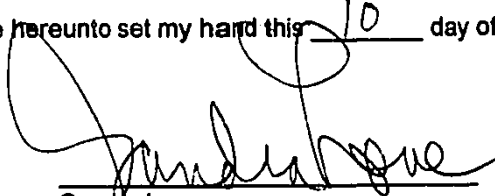
The address of the initial registered office of the Corporation is 3208 E. Colonial Suite 179, Orlando , Florida 32803, and the name of the Corporation's initial registered agent for service of process at such address is Sandra Love.

### ARTICLE V

The name and address of the incorporator to these Articles of Incorporation is:  
Sandra Love, 3208 E. Colonial Dr. Suite 179, Orlando, FL 32803.

IN WITNESS WHEREOF, I have hereunto set my hand this 10 day of

January, 1997



Sandra Love  
3208 E. Colonial Dr. Suite 179, Orlando, FL 32803

FILED  
97 JAN 14 PM 4:23  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**CERTIFICATE OF DESIGNATION**  
**REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

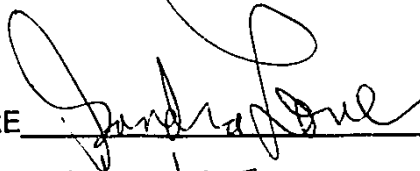
1. The name of the corporation is: International Phoenix Group Incorporated.
2. The name of the registered agent and office is:

Sandra Love  
3208 E. Colonial Suite 179, Orlando , Florida 32803

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE \_\_\_\_\_

DATE \_\_\_\_\_

  
1/10/97

97 JAN 14 PM 4: 23  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

FILED