

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(904) 224-8170 • 1-800-342-8062 • Fax (904) 222-1222

PA7800044505

Phenepic, Corp.

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-05/20/97--01010--015
*****70.00 *****70.00

[Signature]
5/20

Signature

Requested by:

C.S.B. *5/20/97* *936*
Name Date Time

Walk-In Will Pick Up

- ☒ Art of Inc. File
- ☐ LTD Partnership File
- ☐ Foreign Corp. File
- ☐ L.C. File
- ☐ Fictitious Name File
- ☐ Name Reservation
- ☐ Merger File
- ☐ Art. of Amend. File
- ☐ RA Resignation
- ☐ Dissolution / Withdrawal
- ☐ Annual Report / Reinstatement
- ☐ Cert. Copy
- ☒ Photo Copy
- ☐ Certificate of Good Standing
- ☐ Certificate of Status
- ☐ Certificate of Fictitious Name
- ☐ Corp Record Search
- ☐ Officer Search
- ☐ Fictitious Search
- ☐ Fictitious Owner Search
- ☐ Vehicle Search
- ☐ Driving Record
- ☐ UCC 1 or 3 File
- ☐ UCC 11 Search
- ☐ UCC 11 Retrieval
- ☐ Courier

ARTICLES OF INCORPORATION
OF
PHONEPRO, CORP.

97 MAY 20 AM 11:23
FILED
CLERK OF DISTRICT COURT
JACKSONVILLE, FLORIDA

ARTICLE ONE

The name of the corporation is **PHONEPRO, CORP.** The principal address of the corporation is: 9777 Nob Hill Court, Sunrise, Florida 33351.

ARTICLE TWO

The period of its duration is perpetual.

ARTICLE THREE

The purpose for which the corporation is organized is the transaction of any or all lawful business for which corporations may be incorporated under the Florida Corporation Act.

ARTICLE FOUR

The aggregate number of shares which the corporation shall have authority to issue is **one hundred (100) of no par value.**

ARTICLE FIVE

The corporation will not commence business until it has received for the issuance of shares consideration of the value of \$1,000.00 consisting of money, labor done or property actually received.

ARTICLE SIX

The street address of its initial registered office is 9777 Nob Hill Court, Sunrise, Florida 33351, and the name of its initial registered agent at such address is Steve Kessler.

I am hereby familiar with and accept the duties and responsibilities as registered agent for said corporation.



Steve Kessler

ARTICLE SEVEN

The number of directors constituting the initial board of directors is two (2), and the name and address of the person or persons who are to serve as directors until the first annual meeting of the shareholders or until their successors are elected and qualified are:

Name	Mailing Address
Steve Kessler	9777 Nob Hill Court, Sunrise, Florida 33351
Michael Bressler	7032 Woodmont Avenue, Tamarac, Florida 33321

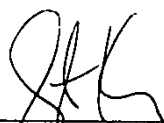
ARTICLE EIGHT

The Board of Directors is empowered to make, alter or repeal the Bylaws of the corporation without restriction of their powers conferred by statute.

ARTICLE NINE

The name and address of each incorporator is:

Name	Mailing Address
Steve Kessler	9777 Nob Hill Court, Sunrise, Florida 33351



Steve Kessler, Incorporator

ARTICLE TEN

The powers of the incorporators cease upon filing of the Articles of Incorporation.

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FILED
CLERK OF DISTRICT COURT
NINTH JUDICIAL CIRCUIT
MIAMI, FLORIDA