

P97000049460

TRANSMITTAL LETTER

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

SUBJECT: Phoenix Trading Co.
Proposed Corporate Name

500002191825--0
-05/27/97--01099--019
****122.50 ****122.50

Enclosed is an original and one copy of the Articles of Incorporation, a designation of registered agent, and a check for \$ 122.50. Please return one copy of the Articles stamped with the filing date.

FROM: Martti Kalkas
Name
15419 SW 54th Street
Address
Miami, FL 33185
City, State, Zip
(305) 577-9716
Area Code and Phone Number (Daytime)

FILED
97 JUN -5 AM 9: 21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

mc 6/5/97



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 30, 1997

MARTTI KALKAS
15419 SW 54TH STREET
MIAMI, FL 33185

SUBJECT: PHOENIX TRADING CO.
Ref. Number: W97000012669

We have received your document for PHOENIX TRADING CO. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(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) 487-6067.

Neysa Culligan
Document Specialist

Letter Number: 197A00029342

ARTICLES OF INCORPORATION OF

Phoenix Trading of Miami Co.

(Name of Corporation)

ARTICLE I - NAME

The name of this corporation is:

Phoenix Trading of Miami Co.

with the principal place of business located at:

**7545 E. Treasure Drive, Apt 6i
Miami, Florida 33141**

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TALLAHASSEE, FLORIDA

ARTICLE II - PURPOSE

This corporation shall have perpetual existence and may engage in any and all lawful businesses under the laws of the United States and the State of Florida.

ARTICLE III - CAPITAL STOCK

The corporation is authorized to issue 1000 shares common stock with no par value.

ARTICLE IV - INITIAL REGISTERED OFFICE

The street address of the registered office of this corporation is:

**7545 E. Treasure Drive, Apt 6i
Miami, Florida 33141**

The name of the initial Registered Agent of this corporation is:

Rosita Xavier

ARTICLE V - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the by-laws, but shall never be less than one (1). The initial directors of this corporation are:

Rosita Xavier, President, Secretary

ARTICLE VI - INCORPORATORS

The name of and address of the persons signing this article is:

Rosita Xavier
7545 E. Treasure Drive, Apt 6i
Miami, Florida 33141

ARTICLE VII - INDEMNIFICATION

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


ARTICLE VIII - MANAGEMENT OF CORPORATION BY SHAREHOLDERS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under the director of, shareholders of this corporation.

ARTICLE IX - BY-LAWS

The power to adopt, alter, amend, or repeal by-laws shall be vested in the Board of Directors and the Shareholders.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 22. day of May, 1997.


Rosita Xavier
Incorporator

**CERTIFICATE DESIGNATING THE ADDRESS AND AN
AGENT UPON WHOM PROCESS MAY BE SERVED**

WITNESSETH:

That the Phoenix Trading of Miami Co. desiring to organize under the laws of the State of Florida, which will have its principal office in the County of Dade, State of Florida, has appointed


Rosita Xavier
7545 E. Treasure Drive, Apt 6i
Miami, Florida 33141

as its agent to accept service of process within the state.

ACKNOWLEDGEMENT:

Having been named by the first Board of Directors of the
Phoenix Trading of Miami Co.

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 for the said corporation, and agree to comply with the applicable provision of the Florida Statutes, this 22. day of May, 1997


Registered Agent

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TALLAHASSEE, FLORIDA