

LAW OFFICES
OF
H. ANTHONY HEIST, P.A.

H. ANTHONY HEIST
Admitted Florida & New Jersey

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DAVID R. WEISSE
Admitted Florida & Connecticut

November 13, 1997

Secretary of State
State of Florida
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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-11/17/97--01060--011
***122.50 ***122.50

Re: Incorporation of PHOENIX STEEL, INC.

Dear Sir/Madam:

Enclosed please find a check in the amount of \$122.50, payable to the Secretary of State, State of Florida, in payment of the following:

1. Filing of Articles of Incorporation \$70.00
2. Certified copy of filed Articles \$52.50

Also enclosed, please find the original and one copy of the Articles of Incorporation for the above-named corporation. Upon your approval and your filing of the original of these Articles, I would request that you send me a certified copy of the same to the above Post Office address.

Thanking you in advance for your cooperation, I remain,

Very truly yours,


H. Anthony Heist

HAH:cs
Enc.

FILED
97 NOV 17 PM 1:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Handwritten: Done 11/17/97

**ARTICLES OF INCORPORATION
OF
PHOENIX STEEL, INC.**

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FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is **PHOENIX STEEL, INC.**

ARTICLE II - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business that may be transacted by corporations under Chapter 607 of the Florida Statutes.

ARTICLE III - CAPITAL STOCK

This corporation shall be authorized to issue 1000 shares of \$1.00 par value stock.

ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation and the name of the initial registered agent at this address is as follows:

H. ANTHONY HEIST
ATTORNEY AT LAW
1661 ESTERO BOULEVARD, SUITE 20
P.O. BOX 2514
FORT MYERS BEACH, FL 33932

ARTICLE V - INITIAL BOARD OF DIRECTORS

This corporation shall have 1 director initially. The number of directors may either be increased or decreased from time to time but shall never be less than 1. The name and address of the initial director of the corporation is:

Ryan C. Bolen
15751 Windward Way, #1301
Ft. Myers, FL 33908

ARTICLE VI - INCORPORATOR

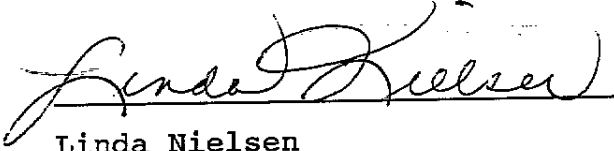
The name and address of the person signing these articles is:

Linda Nielsen
15751 Windward Way, #1301
Ft. Myers, FL 33908

ARTICLE VII - CORPORATION'S PRINCIPAL OFFICE

15751 Windward Way, #1301
Ft. Myers, FL 33908

IN WITNESS WHEREOF, the undersigned subscriber has hereunto executed these Articles of Incorporation this 13th day of November, 1997.

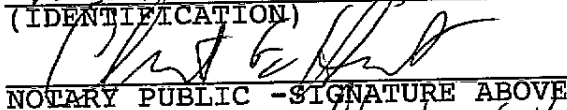

Linda Nielsen

FILED
97 NOV 17 PM 4:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA
COUNTY OF LEE

EXECUTION OF the foregoing Articles of Incorporation was acknowledged before me this 13th day of November, 1997, by Linda Nielsen who () did (xx) did not take an oath and who is either personally known to the undersigned officer or has produced the following form of identification

FL DL # N 425-536-54-582-6
(IDENTIFICATION)


NOTARY PUBLIC - SIGNATURE ABOVE

NOTARY NAME - Christina E. Heist

COMMISSION NUMBER _____

COMMISSION EXPIRATION DATE _____

(Notary Name/Commission number/Exp. Date to be typed or printed)

(NOTARY SEAL)



ACCEPTANCE OF REGISTERED AGENT

The undersigned hereby accepts the appointment to act as registered agent of **PHOENIX STEEL, INC.** as made in the foregoing Articles of Incorporation.


H. ANTHONY HEIST, ATTORNEY