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December 2, 1997

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

100002362841--4
-12/04/97--01055--013
****122.50 ****122.50

Re: Incorporation of Phoenix of Davie, Inc.

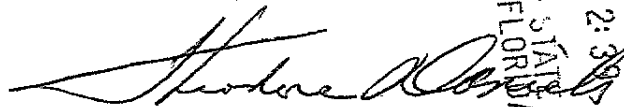
Dear Sirs and Mesdames:

We enclose Articles of Incorporation in duplicate for the above incorporation and a check in the amount of \$122.50 in payment of the applicable filing fees.

Please file the original, certify the copy and return it with your receipt to the undersigned in the self addressed envelope provided.

Thank you.

Very truly yours,


Theodore Daniels

td/mt
via fedex

FILED
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TALLAHASSEE, FLORIDA

CB
12-5-97

ARTICLES OF INCORPORATION

OF

PHOENIX OF DAVIE, INC.

ARTICLE I - NAME

PHOENIX OF DAVIE, INC.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be c/o Theodore Daniels, Esq., 4400 North Federal Highway, Boca Raton, Florida 33431.

ARTICLE III - CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares, all of which shall be common, without par value.

ARTICLE IV - INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is Theodore Daniels, 4400 North Federal Highway, Boca Raton 33431.

ARTICLE V - INCORPORATOR

The name and street address of the incorporator of these Articles of Incorporation is Glenn Levins, 17086 Royal Cove Way, Boca Raton, Florida, 33496.

ARTICLE VI - PURPOSE

The corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE VII - BOARD OF DIRECTORS

All corporate powers shall be exercised by and under the authority of the board of directors.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 25 day of November, 1997.



Glenn Levins

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the state of Florida, submits the following statement in designating the registered officer/registered agent in the state of Florida:

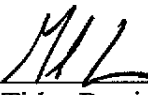
1. Name of the Corporation is:

Phoenix of Davie, Inc.

2. Name and address of the registered agent is:

Theodore Daniels
4400 North Federal Highway
Boca Raton, Florida 33431

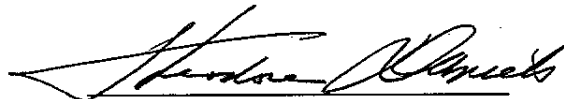
Signature


Title: President

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Date: November 25, 1997

Having been named as registered agent and to accept service 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.



Theodore Daniels

Date: November 25, 1997