CAPITOL SERVICES d/b/a PARALEGAL & ATTORNEY SERVICE BUREAU, INC. (Requestor's Name) 1406 Hays Street, Suite 2 (Address) Tallahassee, FL 32301 (904) 656-3992 (City, State, Zip) (Phone #)

(Document #) (Document #) (Corporation Name) (Document #) (Document #) (Corporation Name) Pick up time 216 Certified Copy Walk in Certificate of Status Photocopy Will wait Mail out AMENDMENTS **NEW FILINGS** Amendment Profit Resignation of R.A., Officer/Director NonProfit Change of Registered Agent Limited Liability Dissolution/Withdrawal Domestication

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

Merger

Foreign

REGISTRATION/

QUALIFICATION

Limited Parthership

Reinstatement

Trademark

Other

OTHER FILINGS

Annual Report

Fictitious Name

Name Reservation



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

February 16, 1998

Please Jack date

CAPITOL SERVICES
PARALEGAL & ATTORNEY SERVICE BUREAU
1406 HAYS STREET SUITE 2
TALLAHASSEE, FL 32301

SUBJECT: PHI OF FLORIDA, INC. Ref. Number: W98000003385

PRECEIVED
98 FEB 19 MILL: 12
98 FEB 19 CORPORATION

We have received your document for PHI OF FLORIDA, INC.. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with a notarized affidavit stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

Simply adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of 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 (850) 487-6934.

Loria Poole Corporate Specialist

Letter Number: 298A00008756

ARTICLES OF INCORPORATION OF

PHI Financial of Florida, Inc.

98 FEB 16 PH 3: 02 SECRET SAY OF STATE TALLAHASSEE FLORIDA

ARTICLE I - NAME AND MAILING ADDRESS

Financial
The name of this corporation is PHI/of Florida, Inc. and the mailing address of this corporation 5208
E. Fowler Ave., Suite 4, Tampa FL 33617.

ARTICLE II - DURATION

This corporation shall have perpetual existence.

ARTICLE III - PURPOSE

This corporation is organized to include the transaction of any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes as presently enacted and as it may be amended from time to time.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue Fifty Million shares of One –Tenth Cent (\$.001) par value common stock, which shall be designated as "Common Shares" and Twenty Million shares of One –Tenth Cent (\$.001) par value preferred stock, which shall be designated as "Preferred Shares," with such rights and preferences and issued in such series as are designated by the Board of Directors of the Corporation.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation 5208 E. Fowler Ave., Suite 4, Tampa FL 33617, and the name of the initial registered agent of this corporation at that address is Dan Stetson.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have One (1) director initially. The number of directors may be either increased or decreased from time to time by the Bylaws, but shall never be less than one (1). The name and address of the initial director of this corporation are:

NAME

ADDRESS

Dan Stetson

5208 E. Fowler Ave., Suite 4, Tampa FL 33617

ARTICLE VII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

<u>NAME</u>

1

ADDRESS

Dan Stetson

5208 E. Fowler Ave., Suite 4, Tampa FL 33617

ARTICLE VIII - INDEMNIFICATION

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

ARTICLE IX - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 15 day of Feb 1998.

Dan Stetson

CERTIFICATE DESIGNATING REGISTERED AGENT AND STREET ADDRESS FOR SERVICE OF PROCESS WITHIN FLORIDA

Financial

Pursuant to Florida Statutes Section 48.091, PHI of Florida, Inc., desiring to organize under the laws of the State of Florida, hereby designates Dan Stetson, 5208 E. Fowler Ave., Suite 4, Tampa FL 33617, as its registered agent to accept service of process within the State of Florida.

ACCEPTANCE OF DESIGNATION

The undersigned hereby accepts the above designation as registered agent to accept service of process for the above-named corporation, at the place designated above, and agrees to comply with the provisions of Florida Statutes Section 48.091(2) relative to maintaining an office for the service of process.

Dan Stetson