

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

98 APR 17 PM 3:36

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Phase V International

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*****70.00 *****70.00

Signature _____

Requested by: _____

Name _____

Date _____

Time _____

Walk-In _____

Will Pick Up _____

- ☒ Art of Inc. File Photo
- ___ LTD Partnership File _____
- ___ Foreign Corp. File _____
- ___ L.C. File _____
- ___ Fictitious Name File _____
- ___ Trade/Service Mark _____
- ___ 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 _____

SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 APR 17 AM 9:06

RP
04-17-98



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 17, 1998

CAPITAL CONNECTION, INC.
417 E. VIRGINIA ST.
STE. 1
TALLAHASSEE, FL 32301

SUBJECT: PHASE V INTERNATIONAL
Ref. Number: W98000008635

We have received your document for PHASE V INTERNATIONAL and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

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) 487-6929.

Randall Purintun
Document Specialist

Letter Number: 398A00020721

ARTICLES OF INCORPORATION

OF

PHASE V INTERNATIONAL , INC.

COMMON STOCK

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

98 APR 17 PM 3:36

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I

The name of the corporation shall be: **PHASE V INTERNATIONAL , INC.**

ARTICLE II

The corporation shall have the power to engage in any lawful activity for which corporations may be organized under the Florida Business Corporation Act.

ARTICLE III

The aggregate number of shares that the corporation shall have authority to issue and to have outstanding at any one single time is 7,500 shares. All such shares shall be of a single class, designated as common.

ARTICLE IV

Each holder of common shares shall have one vote for each such share held of record on all matters submitted for shareholder approval. Except as otherwise specifically required by law, or except as specifically provided in these articles of incorporation, all other matters requiring shareholder approval shall require an affirmative vote of a majority of the shares voting thereon. The holders of the common shares shall have unlimited voting rights and the right to receive the net assets of the corporation upon its dissolution.

At each election for directors, the shareholders shall be entitled to cast votes using the cumulative

method of voting for directors.

ARTICLE V

The corporation elects to have preemptive rights.

ARTICLE VI

The corporation shall indemnify to the fullest extent permitted by the Florida Business Corporation Act any person who has been made, or is threatened to be made, a party to an action, suit, or proceeding, whether civil, criminal, administrative, investigative, or otherwise (including an action, suite or proceeding by or in the right of the corporation), by reason of the fact that the person is or was a director or officer of the corporation, or a fiduciary within the meaning of the Employee Retirement Income Security Act of 1974 with respect to an employee benefit plan of the corporation, or serves or served at the request of the corporation as a director, or as an officer, or as a fiduciary of an employee benefit plan, or another corporation, partnership, joint venture, trust or other enterprise. In addition, the corporation shall pay for or reimburse any expenses incurred by such persons who are parties to such proceedings, in advance of the final disposition of such proceedings, to the full extent permitted by the Florida Business Corporation Act.

ARTICLE VII

The Florida Control-Share Acquisition sections of the Florida Business Corporation Act (§ 607.0901 through 607.0903) shall not be applicable to this corporation.

ARTICLE VIII

The bylaws of the corporation may be amended by a majority vote of either the directors or the shareholders.

ARTICLE IX

The number of directors of the corporation shall be fixed by the bylaws of the corporation. The initial boards of directors shall consist of two (2) directors whose name and address are as follows:

PRESIDENT: Antonio Carlos Pucci, 307 Asbury Way, Boynton Beach, FL 33426

VICE-PRESIDENT: Silvia Pucci, 307 Asbury Way, Boynton Beach, FL 33426

ARTICLE X

The initial registered agent of the corporation is **Judette N. Fanelli**. The street address of the corporation's initial registered agent is: **330 Clematis Street, Suite 201, West Palm Beach, FL 33401.**

ARTICLE XI

The principal place of business and mailing address of this corporation shall be:

307 Asbury Way, Boynton Beach, FL 33426

ARTICLE XII

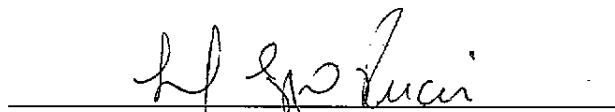
The name and address of the incorporators to these Articles of Incorporation is:

ANTONIO CARLOS PUCCI, 307 Asbury Way, Boynton Beach, FL 33426

SILVIA PUCCI, 307 Asbury Way, Boynton Beach, FL 33426

The undersigned incorporator has executed these Articles of Incorporation this 9th day of April, 1998.


ANTONIO CARLOS PUCCI


SILVIA PUCCI

CONSENT TO SERVE AS REGISTERED AGENT

FOR

PHASE V INTERNATIONAL , INC.

Having been named in the state of Florida as registered agent and to accept service of process for the

above stated corporation, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

Judette N. Fanelli
JUDETTE N. FANELLI
Signature of Registered Agent

April 13, 1998
Date

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