

Secretary of State
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32344

Attention: Filing Section

P98000043929

RE: COLIN PHOENIX INVESTMENTS, INC.

Gentlemen:

20000252282--7

-05/13/98--01100--001

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

Enclosed please find the original and one copy of Articles
of Incorporation, together with a check in the amount of \$70.00.

This represents the cost for Filing Fees and Fee for
Registered Agent Designation for the above named corporation.

Very truly yours,

ROBERT N. GREENE

FILED
98 MAY 13 AM 8:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE

5-12-98

9/5-15-98

ARTICLES OF INCORPORATION

OF

COLIN PHOENIX INVESTMENTS, INC

FILED
98 MAY 13 AM 8:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, ROBERT N. GREENE for the purpose of forming corporation for profit pursuant to Chapter 607, Florida Statutes, do hereby adopt the following Articles of Incorporation:

ARTICLE I. NAME

The name of this corporation is COLIN PHOENIX INVESTMENTS, INC.

EFFECTIVE DATE

ARTICLE II. DURATION

5-12-98

This corporation shall have perpetual existence commencing as of the date of these Articles.

ARTICLE III. GENERAL PURPOSE

The purpose for which this corporation is initially organized is to engage in any or all lawful business for which corporations may be incorporated under Florida law.

ARTICLE IV. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000 shares of common stock having no par value per share.

ARTICLE V. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash or any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others, which price, in the case of par value shares, may be in excess of par.

ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is: 206 LAKE WINNEMISSETT DRIVE
DELAND, FLORIDA 32724

and the name of the initial registered agent of this corporation at this address is: ROBERT N. GREENE

ARTICLE VII. 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. The names and street addresses of the members of the initial board of directors who shall hold office until the first annual meeting of shareholders of the corporation or until their successors are elected or appointed and have qualified are as follows:

NAME	ADDRESS
ROBERT N. GREENE	206 LAKE WINNEMISSETT DRIVE DELAND, FLORIDA 32724

ARTICLE VIII. INCORPORATORS

The name and address of the corporation's incorporators are:

NAME	ADDRESS
ROBERT N. GREENE	206 LAKE WINNEMISSETT DRIVE DELAND, FLORIDA 32724

ARTICLE IX. AMENDMENT

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

ARTICLE X. RESTRICTIONS ON TRANSFER OF CAPITAL STOCK

Unless otherwise provided in the corporation's by-laws, no shares of the capital stock of this corporation may be transferred without prior approval of the corporation's board of directors.

ARTICLE XI. INDEMNIFICATION

The corporation shall indemnify its officers, directors and authorized agents for all liability incurred directly, indirectly or incidentally to services performed for the corporation, to the fullest extent permitted under the Florida law existing now or hereinafter enacted.

IN WITNESS WHEREOF, the undersigned subscriber has executed the Articles of Incorporation this 12 th day of MAY, A.D., 1998.



ROBERT N. GREENE, Incorporator

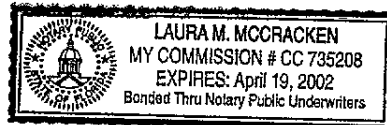
STATE OF FLORIDA
COUNTY OF VOLUSIA

I hereby certify that this day, before me, a Notary Public duly authorized in the state and county named above to take acknowledgements, personally appeared ROBERT N. GREENE, to me known to be the person described as subscriber in and who executed the foregoing Articles of Incorporation and acknowledged before me that he subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the county and state named above this 12 th day of MAY A.D., 1998.

Notary Public, State of Florida


My Commission Expires:



CERTIFICATE OF REGISTERED AGENT

OF

COLIN PHOENIX INVESTMENTS, INC.

The above named corporation designed to organize under the laws of the State of Florida with its principal office being located at, 206 LAKE WINNEMISSETT DRIVE as indicated within the Articles of Incorporation, within the County of Volusia County, Florida, herein names, ROBERT N. GREENE, as resident agent, whose address is 2396 LAKE TALMADGE DRIVE, DELAND, FLORIDA 32724, to accept service of process within this State.

Having been named to accept Service of Process for the above stated corporation at the place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said act relative to keeping said office open.

State of Florida
County of Volusia

Robert N Greene

5/12/98
date

Before me personally appeared, ROBERT N. GREENE, to me well known to be the person described in and who executed the foregoing instrument, and acknowledged to and before me that he executed said instruments for the purposes therein expressed.

WITNESS my hand and official seal this 12 th day of MAY, A.D., 1998.

Notary Public, State of Florida

Laura M. McCracken
My Commission Expires:



EFFECTIVE DATE

5-12-98

FILED
98 MAY 13 AM 8:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA