

P99000010991

SUNNER & SUNNER

Attorneys and Counselors at Law

JOHN A. SUNNER*

*Also Admitted to Practice in Pennsylvania

RICHARD G. SUNNER

150 WEST WARREN AVENUE

POST OFFICE BOX 520771

LONGWOOD, FLORIDA 32752-0771

TELEPHONE (407) 831-8522

FACSIMILE (407) 831-5356

January 27, 1999

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

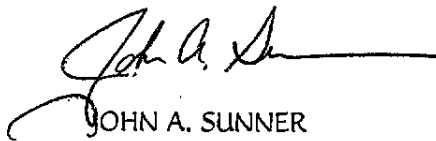
300002761063--0
-02/01/99--01142--016
*****122.50 *****78.75

Re: Incorporation of Phoenix Installations, Inc.

Enclosed are the original and one copy of the articles of incorporation and certificate of designation, registered agent/registered office for the above-named proposed Florida corporation. Also enclosed is a check in the amount of \$122.50, representing the fees for filing and a certified copy.

Thank you for your assistance in this matter.

Yours truly,


JOHN A. SUNNER

/wdg
Enclosures

FILED
99 FEB -1 AM 9:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TA-2/4/99

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

FILED
99 FEB -1 AM 9:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

ARTICLE I: NAME

The name of the corporation shall be:

Phoenix Installations, Inc.

The principal place of business and street address of this corporation shall be **585 Ridgeline Run, Longwood, Florida 32750**, and the mailing address of the corporation shall be **585 Ridgeline Run, Longwood, FL 32750**.

ARTICLE II: NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III: CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is one thousand (1,000) shares of common stock having a one dollar (\$1.00) par value per share.

ARTICLE IV: REGISTERED AGENT AND ADDRESS

The street address of the registered agent of the corporation shall be **585 Ridgeline Run, Longwood, Florida 32750**, and the name of the registered agent of the corporation at that address is **Barrie Nadin**.

ARTICLE V: TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI: DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two (2) Directors, initially. The names and street addresses of the initial members of the Board of Directors are:

Barrie Nadin, 585 Ridgeline Run, Longwood, Florida 32750
Brian Nadin, 114 South Ulysses Drive, Apopka, Florida 32703

ARTICLE VII:

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Barrie Nadin, President/Secretary/Treasurer
585 Ridgeline Run, Longwood, Florida 32750

Brian Nadin, Vice President
114 South Ulysses Drive, Apopka, Florida 32703

ARTICLE VIII: INCORPORATORS

The names and addresses of the incorporators to these Articles of Incorporation are:

Barrie Nadin, 585 Ridgeline Run, Longwood, Florida 32750
Brian Nadin, 114 South Ulysses Drive, Apopka, Florida 32703

The undersigned have executed these Articles of Incorporation this 27th day of January, 1999.



BARRIE NADIN

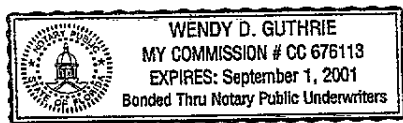


BRIAN NADIN

STATE OF FLORIDA
COUNTY OF SEMINOLE

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State of Florida and in Seminole County to take acknowledgements, personally appeared BARRIE NADIN, who revealed identification in the form of his Florida driver's license and who executed the foregoing instrument and acknowledged before me that he executed the same voluntarily.

WITNESS my hand and official seal in the County and State last aforesaid this 27th day of January, 1999.

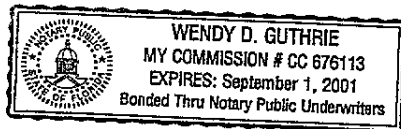


Wendy D. Guthrie
NOTARY PUBLIC
State of Florida

STATE OF FLORIDA
COUNTY OF SEMINOLE

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State of Florida and in Seminole County to take acknowledgements, personally appeared BRIAN NADIN, who revealed identification in the form of his Florida driver's license and who executed the foregoing instrument and acknowledged before me that he executed the same voluntarily.

WITNESS my hand and official seal in the County and State last aforesaid this 27th day of January, 1999.



Wendy D. Guthrie
NOTARY PUBLIC
State of Florida

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the mentioned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida:

1. The name of the corporation is **Phoenix Installations, Inc.**
2. The name of the registered agent is **Barrie Nadin.**
3. The address of the registered agent/registered office is **585 Ridgeline Run, Longwood, Florida 32750.**

ACCEPTANCE

Having been named as registered agent and designated to accept service of process for the above 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 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.


BARRIE NADIN

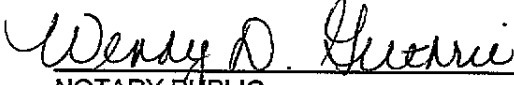
STATE OF FLORIDA
COUNTY OF SEMINOLE

FILED
99 FEB - 1 AM 9:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State of Florida and County of Seminole to take acknowledgements, personally appeared BARRIE NADIN, who revealed his identification in the form of his Florida driver's license and who executed the foregoing instrument and acknowledged before me that he executed the same voluntarily.

WITNESS my hand and official seal in the County and State last aforesaid this 27th day of January, 1999.

(SEAL)


NOTARY PUBLIC
State of Florida

