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Office Use Only

Examiner's Initials

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ARTICLES OF INCORPORATION

OF

PHOENIX INVESTMENTS INSURANCE INC.

Article 1

The name of the Corporation is

PHOENIX INVESTMENTS INSURANCE INC.

Article 11

The Address of the principle office is

406 S. STATE RD 7, HOLLYWOOD, FL 33023

This Corporation is authorized to issue 1000 Shares of Common Stock

par value of one dollar (1.00) per share

Article IV

The Street Address of the registered office of this corporation is

406 S STATE RD 7, HOLLYWOOD, FL 33023

The name of the registered agent is

CARLA LEONARD 1966 SW 105 AVENUE, DAVIE, FL 33324

Article V

This corporation shall have not less than one (1) Director initially. The number of Directors may be increased or decreased from time to time by the bylaws, but shall never be less than one (1)

The Name & address of the Directors of this corporation is

CARLA LEONARD 1966 SW 105 AVENUE, DAVIE, FL 33324

Article VI

The name and address of the incorporator is:

CARLA LEONARD 1966 SW 105 AVENUE, DAVIE, FL 33324

The corporation shall take whatever action shall be necessary to cause the shares of the to qualify as "Section 1244 Stock" as such term is used and defined in the Internal Revenue Code of 1954 as amended, and the regulations issued thereunder.

Article V111

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

"I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation

IN WITNESS THEREOF, the undersigned subscriber has executed these Articles of incorporation this 22ND day of APRIL, 1999

CARLA LEONAR

99 APR 30 AHII: 16 SEURETARY OF STATE