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ACCOUNT NO. : 072100000032
REFERENCE : 951706 8938A
AUTHORIZATION : *Patricia Pizit*
COST LIMIT : \$ 70.00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 SEP -8 PM 2: 28

ORDER DATE : September 3, 1998
ORDER TIME : 9:40 AM
ORDER NO. : 951706-005
CUSTOMER NO: 8938A
CUSTOMER: Sheila Harris, Legal Assistant
ROBERT L. SHEAR, ESQ
2790 Sunset Point Road
Clearwater, FL 33759

RECEIVED
98 SEP -8 PM 12: 17
DIVISION OF CORPORATION

DOMESTIC FILING

NAME: FIRST CHOICE ASSOCIATION
MANAGEMENT, INC.

200002633882--0

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS:

ga
9/8/98

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ARTICLES OF INCORPORATION
OF
FIRST CHOICE ASSOCIATION MANAGEMENT, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

FIRST CHOICE ASSOCIATION MANAGEMENT, INC.

The address of the principal office of this corporation shall be 3483 East Lake Road, Suite 22, Palm Harbor, Florida 34685, and the mailing address of the corporation shall be the same.

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 10,000 shares of common stock.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 2790 Sunset Point Road, Clearwater, Florida 33759, and the name of the initial registered agent of the corporation at that address is Robert L. Shear.

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 five Directors, initially. The names and addresses of the initial members of the Board of Directors are:

James M. Nolan, Sr. Dir.	3483 East Lake Road, Suite 22 Palm Harbor, Florida 34685
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Bridget L. Black Dir.	Same
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Sharon K. Lynch Dir.	Same
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Theresa Raimondi Dir.	Same
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Patricia Herrera Dir.	Same
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ARTICLE VII. OFFICERS

The name 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:

Margaret M. Nolan 3483 East Lake Road, Suite 22
Sec./Treas. Palm Harbor, Florida 34685

James M. Nolan, Jr. Same
V. Pres.

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company on September 8, 1998.

CORPORATION SERVICE COMPANY

By: Karen B. Rozar

Its Agent, Karen B. Rozar

SR/DAS

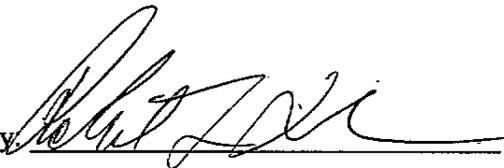
ACCEPTANCE OF REGISTERED AGENT
DESIGNATED IN THE ARTICLES OF INCORPORATION

SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 SEP -8 PM 2:28

ROBERT L. SHEAR, An individual residing in this state having a business office identical with the registered office of the corporation named below, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation of

FIRST CHOICE ASSOCIATION MANAGEMENT, INC.

is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By 

Name: ROBERT L. SHEAR