

P01000106655

A.J. Wasson
2642 N.E. 12th Street
Fort Lauderdale, FL 33304
(954) 566-9337

October 29, 2001

Department of State
Division of Corporations
Registration Section
P.O. Box 6327
Tallahassee, FL 32314

900004664139--6
-11/02/01--01037--014
*****78.75 *****78.75

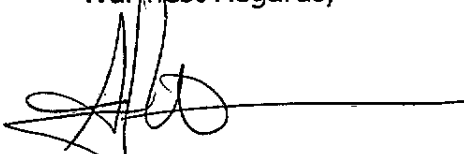
RE: Articles of Incorporation for Primacy Management, Inc.

Dear Sir or Madam:

Enclosed for filing are the original and one copy of the Articles of Incorporation for Primacy Management, Inc. In addition, enclosed is a check in the amount of \$78.75 for the filing and certified copy fee. Please file the Articles and return a certified copy to me at the address listed above.

Please call if there is any additional information needed.

Warmest Regards,



A.J. Wasson

Enclosures

FILED
01 NOV - 2 PM 3:31
SECRETARY OF STATE
TALLAHASSEE FLORIDA

D. WHITE NOV - 5 2001

5

**ARTICLES OF INCORPORATION
OF
Primacy Management, Inc.**

FILED
01 NOV -2 PM 3:31
SECRETARY OF STATE
TALLAHASSEE FLORIDA

THE UNDERSIGNED Incorporator, to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation for profit under the laws of the State of Florida.

ARTICLE I: NAME

The name of this corporation is **Primacy Management, Inc.**

ARTICLE II: NATURE OF BUSINESS

The corporation may engage in any activities or business permitted under the laws of the United States of America and the State of Florida.

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 each share having One Dollar (\$1.00) par value. The consideration to be paid for each share shall be fixed by the Board of Directors from time to time.

ARTICLE IV: INITIAL CAPITAL

The amount of capital with which this corporation will begin business is One Thousand (\$1,000.00) Dollars.

ARTICLE V: TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE VI: DIRECTORS

The corporation shall have two (2) directors initially. The number of directors may be decreased or increased from time to time by the By-Laws adopted by the shareholders.

ARTICLE VII: INITIAL OFFICERS

The name and address of the initial officers that shall hold office until successors are elected and have qualified are:

<u>NAME</u>	<u>ADDRESS</u>
John J. Boyle III - President Treasurer	12705 Knollbrook Drive Clifton, VA 20124
A.J. Wasson - Vice President Secretary	2642 N.E. 12th Street Fort Lauderdale, FL 33304

ARTICLE VIII: INCORPORATOR

The name and post office address of the Incorporator signing these Articles of Incorporation is:

<u>NAME</u>	<u>ADDRESS</u>
A.J. Wasson	P.O. Box 4129 Fort Lauderdale, FL 33338

ARTICLE IX: INITIAL REGISTERED AGENT

The name and address of the registered agent is:

<u>NAME</u>	<u>ADDRESS</u>
A.J. Wasson	2642 N.E. 12th Street Fort Lauderdale, FL 33304

ARTICLE X: PRINCIPAL OFFICE

The principal office of this corporation shall be located at:

2642 N.E. 12th Street - Fort Lauderdale, Florida 33304

ARTICLE XI: EFFECTIVE DATE

These Articles of Incorporation shall become effective upon approval by the Secretary of State, State of Florida.

ARTICLE XII: AMENDMENT

The Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the shareholders, and approved at a shareholder's meeting by a majority of the stock entitled to vote thereon, unless all of the Directors and all of the shareholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

ARTICLE XIII: BY LAWS

The corporation shall adopt a set of By-Laws to govern the corporation. Wherever the By-Laws of the corporation differ from the provisions of this Charter, the provisions of the Charter shall govern.

ARTICLE XIV: CONTRACTS

No contract or other transaction between this corporation and any other corporation, and no act of this corporation, shall in any way be affected or invalidated by the fact that any of the directors of this corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation. Any director individually, or any firm of which any director may be member, may be party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this corporation. Any director of this corporation who is also a director or an officer of such other corporation, or who is so interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation which shall authorize any such contract or transaction, with like force and effect as if he or she were not such a director or officer of such other corporation, or not so interested.

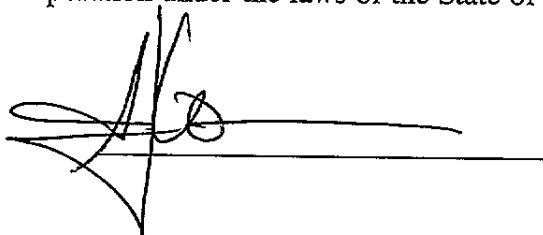
ARTICLE XV

The private property of the stockholders shall not be subject to payment of the corporate debts in any event.

ARTICLE XVI

This corporation may indemnify and insure its officers and directors to the fullest extent permitted by law.

IN WITNESS WHEREOF, I have hereunto set my hand and seal and acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida this 29 day of October, 2001.

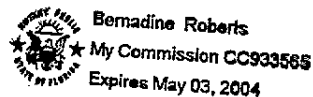


STATE OF FLORIDA :
: SS:
COUNTY OF BROWARD :

BEFORE ME, the undersigned authority, duly authorized to take acknowledgements in the County and State last aforesaid, this day personally appeared A.J. Wasson, to me known to be the person who executed these Articles of Incorporation, and he acknowledged before me that he executed the same freely and voluntarily and for the uses and purposes therein expressed.

WITNESS my hand and official seal in the County and State last aforesaid this 29 day of October, 2001.

Bernadine Roberts
Notary Public, State of Florida



ACCEPTANCE BY REGISTERED AGENT

Designature as initial registered agent for the foregoing corporation is hereby acknowledged.

