

Division of Corporations

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Florida Department of State  
Division of Corporations  
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## To:

Division of Corporations

Fax Number : (850) 205 0381

## From:

Account Name : BANKERS INSURANCE CO.

Account Number : 074230003715

Phone : (800) 627-0000

Fax Number : (727) 823-6518

## FLORIDA PROFIT CORPORATION OR P.A.

Association Management Partners, Inc.

Certificate of Status	0
Certified Copy	0
Page Count	03/4
Estimated Charge	\$70.00

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02 OCT -4 AM 8:12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION  
of  
ASSOCIATION MANAGEMENT PARTNERS, INC.

THE UNDERSIGNED HEREBY MAKE, SUBSCRIBE, ACKNOWLEDGE AND FILE THIS  
CERTIFICATE FOR THE PURPOSE OF BECOMING A CORPORATION UNDER THE  
LAWS OF THE STATE OF FLORIDA.

ARTICLE I

Name

The name of this corporation is: "Association Management Partners, Inc."

ARTICLE II

Purpose

This corporation may engage in any activity or business permitted under the laws of the United  
States and of the State of Florida.

ARTICLE III

Commencement of Corporate Existence

The existence of this corporation shall commence upon filing with the Secretary of State's office.

This instrument was prepared  
by and return to:  
David B. Snyder  
FL Bar # 0190853  
P. O. Box 15707  
St. Petersburg, FL 33733  
(727) 823-4000 ext. 4417

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ARTICLE IV

## Capital Stock

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is 1,000 shares of common stock at One and 00/100 (\$1.00) Dollars per share par value.

ARTICLE V

## Duration

This corporation is to exist perpetually.

ARTICLE VI

## Principal Office and Registered Agent

1. The principal office of the corporation shall be located at 10051 5<sup>th</sup> Street North, St. Petersburg, Pinellas County, Florida 33702.
2. The name and street address of the initial registered agent of the corporation in the State of Florida is: David B. Snyder at 360 Central Avenue, St. Petersburg, Florida 33701.
3. The Board of Directors may, from time to time, appoint a substitute registered agent and move the registered office or the principal office, or both, to any other address in the State of Florida.

ARTICLE VII

## Incorporators

The names and addresses of the incorporators of this corporation are:

<u>NAME</u>	<u>ADDRESS</u>
David B. Snyder	360 Central Avenue, St. Petersburg, FL 33701

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ARTICLE VIII

## Indemnification

The corporation shall indemnify all directors and officers, whether or not then in office, who are or become a party, or are threatened to be made a party, to any threatened, pending or completed action, suit or proceedings, whether civil, criminal, administrative or investigative by reason of the fact that such person is or was a director or officer, or is or was serving at the request of the corporation as an officer or director against expenses (including attorneys' fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by such person in connection with such action, suit or proceeding, including any appeal thereof; provided, however, that there shall be no indemnification against gross negligence or willful misconduct.

ARTICLE IX

## By-Laws

1. The initial By-Laws shall be adopted by the Board of Directors.
2. The power to alter, amend or repeal the By-Laws or adopt new By-Laws shall be vested in the Board of Directors, subject to repeal or change by action of the shareholders.

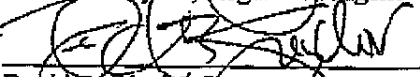
ARTICLE X

## Amendment

The right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, is reserved to the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Dated this 2<sup>nd</sup> day of October, 2002.

  
\_\_\_\_\_  
David B. Snyder, Registered Agent  
\_\_\_\_\_  
David B. Snyder, Incorporator

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