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(Requestor's Name)

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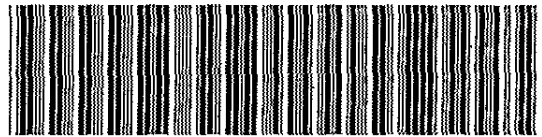
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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May 24, 2004

Florida Department of State
Division of Corporations

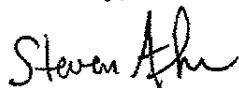
To whom it may concern:

Please find enclosed a check in the amount of \$87.50 and the Articles of Incorporation for First Capital management, Inc. The fees are as follows:

Filing Fees:	\$35.00
Registered Agent Designation	\$35.00
Certified Copy	\$ 8.75
Certificate of Status	\$ 8.75
TOTAL	\$87.50

Should you have any questions, please do not hesitate to call me at 561 441-1530.

Sincerely,



Steven N. Ahr

450 Egret Circle #9404
Delray Beach, Fl. 33444

**ARTICLES OF INCORPORATION OF
FIRST CAPITAL MANAGEMENT ASSOCIATES, INC.**

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation shall be First Capital Management Associates, Inc.

ARTICLE II - NATURE OF BUSINESS

This corporation may engage in or transact any and all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, county, 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 100 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV - REGISTERED AGENT

The name of the initial Registered Agent for the corporation at that address is:

STEVEN N. AHR
450 EGRET CIRCLE, #9404
DELRAY BEACH, FL 33444

ARTICLE V - BY-LAWS

The Board of Directors shall adopt the By-Laws for the Corporation. The By-Laws may be amended, altered or repealed by the shareholders or Directors in any manner permitted by the By-Laws.

ARTICLE VI - TERM OF EXISTENCE

This corporation shall exist perpetually.

ARTICLE VII - LIMITATION OF LIABILITY

Each director, stockholder and officer, in consideration for his services, shall, in the absence of fraud, be indemnified, whether then in office or not, for the reasonable cost and expenses incurred by him in connection with the defense of, or for advice concerning any claim asserted or proceeding brought

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against him by reason of his being or having been a director, stockholder or officer of the corporation or of any subsidiary of the corporation, whether or not wholly owned, to the maximum extent permitted by law. The foregoing right of indemnification shall be inclusive of any other rights to which any director, stockholder or officer may be entitled as a matter of law.

ARTICLE VIII - SELF DEALING

No contract or other transaction between the corporation and other corporations, in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the directors of the corporation is or are interested in a contract or transaction, or are directors or officers of any other corporation, and any director or directors, individually or jointly, may be a party or parties to, or may be interested in such contract, act or transaction, or in any way connected with such person or person's firm or corporation, and each and every person who may become a director of the corporation is hereby relieved from any liability that might otherwise exist from this contracting with the corporation for the benefit of himself or any firm, association or corporation in which he may be in any way interested. Any director of the corporation may vote upon any transaction with the corporation without regard to the fact that he is also a director of such subsidiary or corporation.

This corporation shall have a minimum of ONE director(s). The initial Board of Directors shall consist of:

STEVEN N. AHR
450 EGRET CIRCLE, #9404
DELRAY BEACH, FL 33444

ARTICLE IX - INCORPORATOR

The name and address of the incorporator is:

STEVEN N. AHR
450 EGRET CIRCLE, #9404
DELRAY BEACH, FL 33444

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this 25 day of may, 2004.

Incorporator:

Steven Ahr

State of Florida
County of Broward^{ss.}

The foregoing instrument was acknowledged by me this 25

day of May, 2004 by: Steven N. Ahr
who is/are personally known by me or who has/have produced: FLA
Drivers License as identification and who did not take an oath.

Wendy E. Mieszalski (SEAL)
Notary Public
State of

My Commission Expires:



DESIGNATION OF AND ACCEPTANCE
BY REGISTERED AGENT

The following is submitted in compliance with the laws of
the State of Florida.

FIRST CAPITAL MANAGEMENT ASSOCIATES, INC.,
a corporation organizing under the laws of the State of
Florida, with its principal office located at:

450 EGRET CIRCLE, #9404
DELRAY BEACH, FL 33444

has named Steven N. Ahr, whose address is
450 EGRET CIRCLE, #9404, DELRAY BEACH, FL 33444, as its Agent to accept
service of process within this State.

ACCEPTANCE:

I agree as Registered Agent to accept service of process;
to keep the office open during prescribed hours; to post my name
(and any other officers of said corporation authorized to accept
service of process at the above designated address) in some
conspicuous place in the office as required by law.

Registered Agent:

Steven Ahr

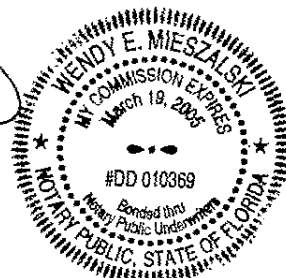
State of Florida

County of Broward

The foregoing instrument was acknowledged by me this 25
day of May, 2004 by: Steven N. Ahr
who is/are personally known by me or who has/have produced: FLA
Drivers License as identification and who did take an oath.

Wendy E. Mieszalski (SEAL)
Notary Public
State of

My Commission Expires:



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