

08/17/95

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CORPORATIONS

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 DEPARTMENT OF STATE 401 OCEAN DR
 STATE OF FLORIDA SUITE 312
 409 EAST GAINES STREET MIAMI BEACH FL 33139-0000
 TALLAHASSEE, FL 32399 CONTACT: JOHNNY C RODRIGUEZ
 PHONE: (305) 672-0686
 FAX: (904) 922-4000 FAX: (305) 672-9110

(((H95000009121))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
 NAME: FIRST CHOICE BENEFITS GROUP INC.
 FAX AUDIT NUMBER: H95000009121 CURRENT STATUS: REQUESTED
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Articles of Incorporation
of
First Choice Benefits Group Inc.

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CORPORATION DIVISION
TALLAHASSEE FLORIDA

Article I. Name

The name of this Florida corporation is:

First Choice Benefits Group Inc.

Article II. Address

The mailing address of the Corporation is:

First Choice Benefits Group Inc.
11501 SW 59th Court
Cooper City, FL 33330

Article III. Capital Stock

The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.01 per share.

Article IV. Registered Agent

The name and address of the registered agent of the Corporation is:

Corporate Creations Enterprises, Inc.
4521 PGA Boulevard, Suite 211
Palm Beach Gardens, FL 33418

Article V. Board of Directors

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation.

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Corporate Creations International Inc.
401 Ocean Drive, Suite 312
Miami Beach, FL 33139
(305) 672-0686

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The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by law. The name of each initial member of the Corporation's Board of Directors is:

Steven Ross Fischman

Article VI. Incorporator

The name and address of the incorporator is:

Corporate Creations International Inc.
401 Ocean Drive, Suite 312
Miami Beach, FL 33139

Article VII. Corporate Existence

The corporate existence of the Corporation shall begin effective as of August 17, 1995

The undersigned incorporator executed these Articles of Incorporation on 8/17/95



Corporate Creations International Inc.
Joseph P. Mata
Vice President

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT / REGISTERED OFFICE**

CORPORATION:
First Choice Benefits Group Inc.

REGISTERED AGENT:
Corporate Creations Enterprises, Inc.
4521 PGA Boulevard, Suite 211
Palm Beach Gardens, FL 33418

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CORPORATION
TALLAHASSEE, FLORIDA

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



Corporate Creations Enterprises, Inc.
Joseph P. Mata
Vice President

Date: August 17, 1995

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