



ACCOUNT NO. : 072100000032

REFERENCE : 164856 81445A

AUTHORIZATION *Patricia Paul*

COST LIMIT : \$ 78.75

ORDER DATE : March 11, 1999

ORDER TIME : 9:43 AM

ORDER NO. : 164856-005

CUSTOMER NO: 81445A

100002802121--9

CUSTOMER: Jerry Paul, Paralegal
BATSEL MCKINLEY ITTERSAGEN
BATSEL MCKINLEY ITTERSAGEN
Suite 204
1861 Placida Road
Englewood, FL 34223

DOMESTIC FILING

NAME: ALM MANAGEMENT CORP.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAR 11 PM 2:23

J 3/11/99

DIVISION OF CORPORATION

99 MAR 11 AM 10:39

RECEIVED

FILED
- SECRETARY OF STATE
DIVISION OF CORPORATIONS

99 MAR 11 PM 2:23

ARTICLES OF INCORPORATION

OF

ALM MANAGEMENT CORP.

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE 1. - NAME AND ADDRESS

The name of this corporation is ALM MANAGEMENT CORP., a Florida corporation, and the principal office and place of business is located at 2323 Cannolot Boulevard, Port Charlotte, Florida 33948.

ARTICLE 2. - DURATION OF CORPORATION EXISTENCE

This corporation shall exist perpetually.

ARTICLE 3. - PURPOSES

The general purposes for which this corporation is organized include the transaction of any or all lawful business for which corporations may be incorporated under the provisions of Chapter 607, Florida Statutes, as the same now exists or as it may hereafter be changed.

ARTICLE 4. - CAPITAL STOCK

The aggregate number of shares of stock this corporation is authorized to have outstanding at any time is 1000 shares of common stock having a par value of \$.10 per share. There shall be no other type or class of stock.

ARTICLE 5. - ADDRESS AND RESIDENT AGENT

The street address of the initial registered office of this corporation shall be 18401 Murdock Circle, Port Charlotte, Florida 33948. The name of the initial registered agent at such address is Jerry S. Paul.

ARTICLE 6. - DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be increased or decreased from time to time by bylaws adopted by the shareholders, but shall never be less than one nor more than five.

ARTICLE 7. - INITIAL DIRECTORS.

The names and addresses of the initial directors are as listed below:

Alan L. Mitchell 2323 Cannolot Boulevard
Port Charlotte, Florida 33948

ARTICLE 8. - INCORPORATORS

The name and post office address of the incorporator of this corporation is:

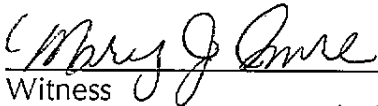
Jerry S. Paul 18401 Murdock Circle
Port Charlotte, Florida 33948

ARTICLE 9. - AMENDMENT

These 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 stockholders and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

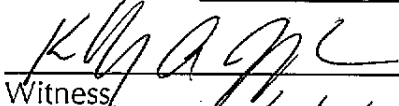
IN WITNESS WHEREOF, the undersigned have hereunto subscribed their names and affixed their seals this 10th day of March, 1999.

Signed, sealed and delivered
in the presence of:



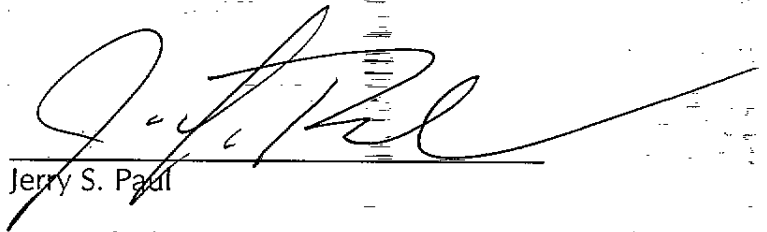
Witness

Printed Name: MARY JUDITH IMRE



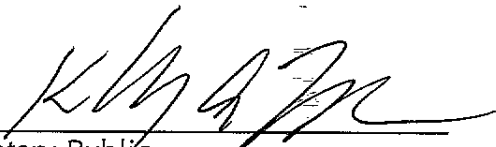
Witness

Printed Name: Kimberly A Taylor


Jerry S. Paul

STATE OF FLORIDA
COUNTY OF CHARLOTTE

The foregoing instrument was acknowledged before me this 10th day of March, 1999, by Jerry S. Paul, who is personally known to me or who has produced _____ as identification and who did (did not) take an oath.



Notary Public



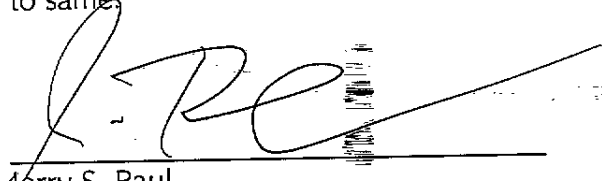
CERTIFICATE DESIGNATING A REGISTERED AGENT AND REGISTERED OFFICE
FOR THE SERVICE OF PROCESS

In compliance with Section 48.091, Florida Statutes, the following is submitted:

ALM MANAGEMENT CORP., a Florida corporation, desiring to organize under the laws of the State of Florida with its principal office, as indicated in the articles of incorporation at Port Charlotte, County of Charlotte, State of Florida, has designated Jerry S. Paul, whose street address is 18401 Murdock Circle, Port Charlotte, Florida, 33948, as its agent to accept service of process within this state.

ACCEPTANCE

Having been designated as agent to accept service of process for the above-named corporation, at the place stated in this certificate, I hereby agree to act in this capacity and to comply with the provision of said law relative to same.



Jerry S. Paul
Registered Agent

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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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