



THE UNITED STATES
CORPORATION
COMPANY

P99000034249

99 APR -7 PM 1:56

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 197220 127826A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : April 7, 1999

ORDER TIME : 3:46 PM

ORDER NO. : 197220-005

CUSTOMER NO: 127826A

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*****78.75 *****78.75

CUSTOMER: Fran R. Barrett, Esq
BARRETT & BARRETT, P.A.
BARRETT & BARRETT, P.A.
Suite C-102
4300 North University Drive
Lauderhill, FL 33351

DOMESTIC FILING

NAME: FIRST CHOICE BILLING INC.

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: Tamara Odom

638
W99-8472

EXAMINER'S INITIALS:

PH
4/14/99

DIVISION OF CORPORATION

99 APR -7 PM 4:43

APR 14 1999



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

April 8, 1999

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: FIRST CHOICE BILLING INC.
Ref. Number: W99000008472

RESUBMIT

Please give original
submission date as file date.

We have received your document for FIRST CHOICE BILLING INC.. However, the document has not been filed and is being returned for the following:

The articles of incorporation of a nonprofit corporation must be prepared in compliance with section 617.0202, Florida Statutes. Please refer to that section of the law for assistance.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 299A00017921

This is a profit

RECEIVED
99 APR 14 PM 12:16
DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION

FILED

ARTICLE I - NAME

99 APR -7 PM 1:56

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The name of the Corporation is: FIRST CHOICE BILLING SERVICE, INC. whose principal place of business is located at 4513 North State Road 7, Lauderdale Lakes, FL 33319.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of the filing of these Articles with the Department of State.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 100 shares of \$1.00 par value common stock which shall be designated "Common Shares".

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address and City of the initial registered office of the Corporation is 4513 North State Road 7, Lauderdale Lakes, FL 33319 and the name of it's initial registered agent at such address is GAVRIEL SHADE.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This Corporation shall have 1 Director(s) constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the Bylaws.

The name(s) and address(es) of the initial Board of Directors of this corporation is

NAME	ADDRESS
GAVRIEL SHADE	4513 No. State Rd. 7, Lauderdale Lakes, Florida, 33319.

ARTICLE VIII - INCORPORATORS

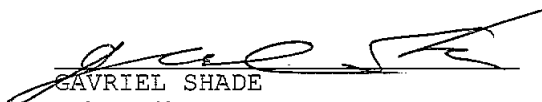
The name and address of each person signing thses Articles is:

NAME	ADDRESS
GAVRIEL SHADE	4513 No. State Rd. 7 Lauderdale Lakes, Florida 33319.

ARTICLE IX- INDEMNIFICATION

The Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, any right conferred upon the shareholders is subject to this reservation.

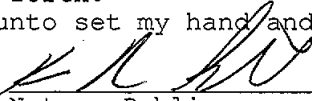
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 13th Day of April 1999.


GAVRIEL SHADE
Subscriber

STATE OF FLORIDA
COUNTY OF

Before me the undersigned authority, personally appeared GAVRIEL SHADE, to me well known to be the person who executed the foregoing Articles of Incorporation and acknowledged before me according to law, that he made and subscribed the same for the purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 13th day of April, 1999.


Notary Public

Identification provided []
personally known []
identification produced _____



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST- THAT FIRST CHOICE BILLING INC.
DESIRING TO ORGANIZE OR QUALIFY UNDER THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT CITY OF LAUDERDALE LAKES, STATE OF FLORIDA, HAS NAMED GAVRIEL SHADE LOCATED AT 4513 North State Rd 7, STATE OF FLORIDA, CITY OF LAUDERDALE LAKES, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE


(Corporate Officer)

TITLE

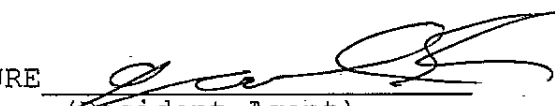
President

DATE

4/13/99

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY PERFORMANCE OF MY DUTIES.

SIGNATURE


(Resident Agent)

DATE

4/13/99

FILED
99 APR -7 PM 1:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA