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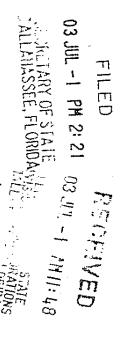


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Articles of Incorporation of

CONSUMER EDUCATION COUNCIL, INC. A Florida Nonprofit Corporation

ARTICLE I CORPORATE NAME, PRINCIPAL OFFICE AND MAILING ADDRESS

The name of this corporation is CONSUMER EDUCATION COUNCIL, INC.

The principal office of this corporation in the State of Florida shall be located at 153-A Blanco Street, St. Augustine, Florida 32084 or at such other place as may from time to time be provided for in the By-Laws of the corporation,

The mailing address of this corporation shall be 93 Keith Street, St. Augustine, Florida 32084.

ARTICLE II CORPORATE NATURE

This is a nonprofit corporation, organized solely for general educational purposes pursuant to the Florida Corporations Not for Profit Law set forth in Section 617 of the Florida Statutes

ARTICLE III DURATION

The term of existence of the corporation is perpetual.

ARTICLE IV GENERAL AND SPECIFIC PURPOSES

The specific and primary purposes for which this corporation is formed are:

- A. For the advancement of consumer education, particularly with regard to the selection and employment of physicians, attorneys and other professional persons, and any other related or corresponding charitable and educational purposes by the distribution of its funds for such purposes.
- B. To operate exclusively in any other manner for such educational purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1954, as amended, or under any corresponding provisions of any subsequent federal tax laws, covering the distributions to organizations qualified as tax exempt organizations under the Internal Revenue Code, as amended, including private foundations and private operating foundations.

ARTICLE V MEMBERSHIP CERTIFICATES

This corporation shall be authorized to issue membership certificates to those persons who may quality for membership. Stock certificates shall not be issued by the corporation.

ARTICLE VIII DISTRIBUTION OF ASSETS

Upon dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, education, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction in the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations as such court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE IX MEMBERSHIP

The qualification for members and the manner of their admission shall be regulated by the bylaws for this corporation.

ARTICLE X SUBSCRIBERS

The name and residence address of the Subscriber to these Articles of Incorporation is:

Name

Address

Gerard A. Troino, III

93 Keith Street St. Augustine, Florida 32084

ARTICLE XI AMENDMENT OF BY-LAWS

Subject to the limitations contained in the By-Laws, and any limitations set forth in the Corporations Not for Profit Law of the State of Florida, concerning corporate action that must be authorized or approved by the members of the corporation, By-Laws of this corporation may be made, altered, rescinded, added to, or new By-Laws may be adopted, either by a resolution of the Board of Directors, or by following the procedure set forth in the By-Laws.

ARTICLE XII DEDICATION OF ASSETS

The property of this corporation is irrevocably dedicated to educational purposes, and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer or member thereof, or to the benefit of any private individual.

ARTICLE XIII REGISTERED AGENT, REGISTERED OFFICE AND ACCEPTANCE

The address of the corporation's registered office shall be 153-A Blanco Street, St. Augustine, Florida 32084 and the name of its registered agent at said address shall be Gerard A. Troino, III.

The undersigned, by his execution of these Articles of Incorporation, acknowledges that he is familiar with, and accepts, the obligations attendant upon his appointment as registered agent of the corporation.

ARTICLE XIV AMENDMENT OF ARTICLES

Amendments to these Articles of Incorporation may be proposed by a resolution adopted by the Board of Directors and presented to a quorum of members for their vote in the manner set forth in the By-Laws of this corporation.

The undersigned, being the Subscriber and Incorporator of this corporation, for the purpose of forming this nonprofit corporation under the laws of the State of Florida, have executed these Articles of Incorporation, this 20 day of June, 2003.

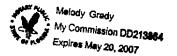
Gerard A. Troino, III

STATE OF FLORIDA COUNTY OF ST. JOHNS

The foregoing instrument was acknowledged before me on this day of June, 2003, by GERARD A. TROINO, III, who is personally known to me or who produced a valid Florida Driver's License as identification and who did not take an oath.

Notary Public Print Name:

My Commission Expires:



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