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**Florida Department of State
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TALLAHASSEE, FLORIDA

**FLORIDA PROFIT CORPORATION OR P.A.
PGF CONSULTANTS & EDUCATIONAL SYSTEMS, INC.**

Certificate of Status	0
Certified Copy	1
Page Count	04
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**ARTICLES OF INCORPORATION
OF**

**PGF CONSULTANTS & EDUCATIONAL
SYSTEMS, INC.**

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TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

**ARTICLE I
NAME**

The name of the corporation shall be PGF CONSULTANTS & EDUCATIONAL SYSTEMS, INC.

**ARTICLE II
PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be 642 Oleander Drive, Hallandale Beach, FL 33009.

**ARTICLE III
SHARES**

The number of shares of common stock that this corporation is authorized to have outstanding at any one time is one hundred (100) shares at a par value of \$.01 per share.

**ARTICLE IV
INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and address of the initial registered agent is Paul G. Fleisher, D.D.S., 642 Oleander Drive, Hallandale Beach, FL 33009.

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PREPARED BY:

Christopher J. Gertz, Esq.
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**ARTICLE V
INCORPORATOR**

The name and street address of the incorporator to these Articles of Incorporation is Paul G. Fleisher, D.D.S., 642 Oleander Drive, Hallandale Beach, FL 33009.

**ARTICLE VI
PURPOSE**

This corporation is organized for the purpose of transacting any and all lawful activities or business for which corporations may be formed under Chapter 607 of the Florida Statutes.

**ARTICLE VII
DIRECTORS**

This corporation shall have one director initially and the number of directors may be increased or diminished from time to time as provided in the bylaws of this corporation, but shall never be less than one. The name and street address of the initial director of this corporation is Paul G. Fleisher, D.D.S., 642 Oleander Drive, Hallandale Beach, FL 33009.

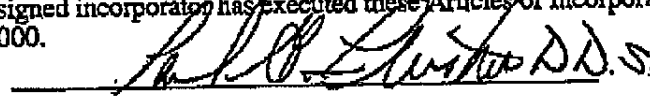
**ARTICLE VIII
AFFILIATED TRANSACTIONS ELECTION**

This corporation expressly elects not to be governed by Section 607.0901 of the Florida Business Corporation Act, as amended from time to time, relating to affiliated transactions.

**ARTICLE IX
CONTROL SHARE ACQUISITION ELECTION**

This corporation expressly elects not to be governed by Section 607.0902 of the Florida Business Corporation Act, as amended from time to time, relating to control share acquisitions.

The undersigned incorporator has executed these Articles of Incorporation this 01 day of January, 2000.

 D.D.S.

Paul G. Fleisher, D.D.S.

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

PURSUANT TO THE PROVISIONS OF SECTION 6.07.0501, FLORIDA
STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE
LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING
STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED
AGENT, IN THE STATE OF FLORIDA.


1. The name of the corporation is:

PGF CONSULTANTS & EDUCATIONAL SYSTEMS, INC.

2. The name and address of the registered agent and office is:

**Paul G. Fleisher, D.D.S.
642 Oleander Drive
Hallandale Beach, FL 33009**

*Having been named as registered agent and to accept service of process for
the above stated corporation at the place designated in this certificate, I hereby
accept the appointment as registered agent and agree to act in this capacity. I
further agree to comply with the provisions of all statutes relating to the proper
and complete performance of my duties, and I am familiar with and accept the
obligations of my position as registered agent.*


Paul G. Fleisher, D.D.S.

January 01, 2000

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TALLAHASSEE, FLORIDA

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