

Department of State Division of Corporations 409 E. Gaines Street Tallahassee, FL 32399

RE: PROFESSIONAL SEARCH ASSOCIATES, INC.

Enclosed is an original and one (1) copy of the Articles of Incorporation, Certificate of Designated Agent/Registered Office, and a check for \$78.75 (Filing Fee & Certified Copy). Also enclosed is a prepaid UPS return envelope.

FROM:

GILDA CLARKE 5425 N.E. Third Avenue Fort Lauderdale, FL 33334

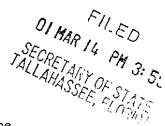
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ARTICLES OF INCORPORATION OF PROFESSIONAL SEARCH ASSOCIATES, INC.



The undersigned person, acting as incorporator of a corporation organized under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I CORPORATE NAME

The Name of the Corporation shall be: Professional Search Associates, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of the Corporation is:

5425 N.E. Third Avenue Fort Lauderdale, FL 33334

ARTICLE III CAPITAL STOCK

The Corporation shall have the authority to issue a maximum of 100 shares of stock, all of which shall be common shares.

ARTICLE IV REGISTERED AGENT AND OFFICE

The Registered Agent of the Corporation is Gilda Clarke, and the Registered Office is 5425 N.E. Third Avenue, Fort Lauderdale, FL 33334.

ARTICLE V INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall have 1 member whose name and address is as follows:

Gilda Clarke, 5425 N.E. Third Avenue, Fort Lauderdale, FL 33334

The number of directors may be raised or lowered by amendment of the Bylaws of the Corporation but shall in no case be less than one.

ARTICLE VI INCORPORATORS

The incorporator of this Corporation is Gilda Clarke, whose street address is 5425 N.E. Third Avenue, Fort Lauderdale, Florida 33334.

The undersigned has executed these Articles of Incorporation on March 13, 2001.

Gilda Clarke Incorporator

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, 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: Professional Search Associates, Inc.
- 2. The name and address of the registered agent and office is:

Gilda Clarke Professional Search Associates, Inc. 5425 N.E. Third Avenue Fort Lauderdale, FL 33334

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.

Gilda Clarke

Date