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FILED

PROFESSIONAL SERVICES GROUP, INC.

01 DEC 26 AM 9:04

4046 Quenita Drive
Winter Park, FL 32792

SECRETARY OF STATE
TALLAHASSEE FLORIDA

December 20, 2001

Division Director
Division of Corporations
Florida Department of State
P. O. Box 6327
Tallahassee, FL 32301

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-12/26/01--01035--003
****122.50 *****78.75

Dear Sir or Madam,

Enclosed are Articles of Incorporation for PROFESSIONAL SERVICES GROUP, INC., along with a check in the amount of \$122.50 for filing fee for a regular business corporation.

I feel these documents are in proper order, however, should you have any questions regarding the contents, please contact Katherine Sorensen at (352) 735-4676.

Please return the Articles of Incorporation and Corporate Charter Certificate to:

Kathleen M. Schmid Koltko-Rivera
4046 Quenita Drive
Winter Park, FL 32792

Thank you.

Katherine L. Sorensen

Katherine L. Sorensen,
Notary Public / Accountant
Sorensen Management Group, Inc.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION

FOR

PROFESSIONAL SERVICES GROUP, INC.

KNOW ALL MEN BY THESE PRESENTS: That the undersigned individuals do hereby incorporate a corporation under the provision of Chapter 607, Florida Statutes, for the transaction of business with and under the following Articles of Incorporation:

ARTICLE I

The name of the corporation shall be and is PROFESSIONAL SERVICES GROUP, INC., located at 4046 Quenita Drive, Winter Park, FL 32792.

ARTICLE II

The duration of the corporation shall be and is perpetual, and the date and time of commencement of the corporation's existence shall be and is December 25, 2001.

ARTICLE III

The general purposes for which the corporation is initially organized are as follows:

Consulting and research.

To transact any or all business for which corporations may be incorporated under Chapter 607, Florida Statutes.

ARTICLE IV

The aggregate number of shares which the corporation shall have authority to issue is 100, all of which shall be of one and the same class and each of which shall be \$1.00 par value.

ARTICLE V

The street address of the corporation's initial registered office is 4046 Quenita Drive, Winter Park, FL 32792. The name of the corporation's initial registered agent at that address is Kathleen M. Schmid Koltko-Rivera.

ARTICLE VI

There shall be two (2) Officers / Directors of the corporation whose name and address is as follows:

Kathleen M. Schmid Koltko-Rivera
Mark E. Koltko-Rivera, Ph.D.

both residing at: 4046 Quenita Drive
Winter Park, FL 32792

ARTICLE VII

The names of the incorporators of this corporation are:

Kathleen M. Schmid Koltko-Rivera
Mark E. Koltko-Rivera, Ph.D.

IN WITNESS WHEREOF, the undersigned incorporators have hereunto executed these documents on this 20th day of December, 2001.

SIGNATURE: _____

Kathleen M. Schmid Koltko-Rivera, President

SIGNATURE: _____

Mark E. Koltko-Rivera, Ph.D., Secretary / Treasurer

STATE OF FLORIDA
COUNTY OF ORANGE

The forgoing instrument was acknowledged before me this 20th day of December, 2001 by Mark E. Koltko-Rivera, and Kathleen M. Schmid who are personally known to me and did take an oath. Produced ID

NOTARY PUBLIC, STATE OF FLORIDA



Lela D Johnson
My Commission CC704768
Expires December 25, 2001

CERTIFICATE designating place of business or domicile for the service of the process with Florida, naming the registered agent upon whom process may be served.

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

That PROFESSIONAL SERVICES GROUP, INC., desiring to organize to qualify under the laws of the state of Florida, with its principal place of business in Orange County, in the city of Winter Park, Florida has named Kathleen M. Schmid Koltko-Rivera at 4046 Quenita Drive, Winter Park, Florida 32792 as its registered agent to accept service of process within the State of Florida.

SIGNATURE: _____

Kathleen M. Schmid Koltko-Rivera
Kathleen M. Schmid Koltko-Rivera, President
Professional Services Group, Inc.

DATE: _____

12/20/54

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 with the provisions of all statutes relative to the proper and complete performance of my duties.

SIGNATURE: _____

Kathleen M. Schmid Koltko-Rivera
Kathleen M. Schmid Koltko-Rivera

Date: _____

12/20/54

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