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From:
Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
Account Number : 110432003053
Phone : (305) 672-0686
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EFFECTIVE DATE
1-27-04

FLORIDA PROFIT CORPORATION OR P.A.

Education and Resource Center, Inc.

Certificate of Status	1
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1/29/04



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

January 26, 2004

CORPORATE CREATIONS

SUBJECT: EDUCATION AND RESOURCE CENTER, INC.
REF: W04000003212

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FAX Aud. #: E04000014263
Letter Number: 7D4A00004495

ARTICLES OF INCORPORATION

Article I. Name

The name of this Florida corporation is:
Education and Resource Center, Inc.

Article II. Address

The Corporation's mailing address is:
Education and Resource Center, Inc.
7300 West Camino Real
Suite 112
Boca Raton FL 33433

Article III. Registered Agent

The name and address of the Corporation's registered agent is:
Richard Sauber
7300 West Camino Real
Suite 112
Boca Raton FL 33433

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:
Richard Sauber

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

Stephen F. Belner | FL Bar Member 0734934
Belner, Nussbaum & LeBlanc, P.A.
2000 Glades Road
Boca Raton FL 33431
561-750-1800

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Article V. Capital Stock

The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.01 per share.

Article VI. Incorporator

The name and address of the incorporator is:

Stephen F. Beiner
Beiner, Nussbaum & LeBlanc, P.A.
2000 Glades Road
Boca Raton FL 33431

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on January 20, 2004.

The undersigned incorporator executed these Articles of Incorporation on January 26, 2004.


STEPHEN F. BEINER
by K.Sarria as attorney-in-fact

Stephen F. Beiner | FL Bar Member 0734934
Beiner, Nussbaum & LeBlanc, P.A.
2000 Glades Road
Boca Raton FL 33431
561-750-1800

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

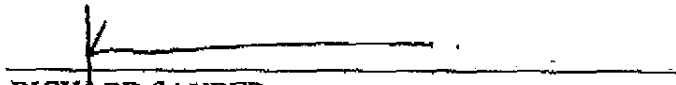
CORPORATION:

Education and Resource Center, Inc.

REGISTERED AGENT/OFFICE:

Richard Sauber
7300 West Camino Real
Suite 112
Boca Raton FL 33433

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.


RICHARD SAUBER
K. Sarfia as attorney-in-fact

Date: January 26, 2004

Stephen F. Beiner | FL Bar Member 0734934
Beiner, Nussbaum & LeBlanc, P.A.
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