

FILE 142 07/28 '04 15:04 ID:CS TALLAHASSEE FAX:850-558-1575 PAGE 4
P04000111345

Florida Department of State
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To:
Division of Corporations
Fax Number : (850)205-0381

From:
Account Name : CORPORATION SERVICE COMPANY
Account Number : I20000000195
Phone : (850)521-1000
Fax Number : (850)558-1575

TALLAHASSEE FLORIDA
STATE

2004 JUL 28 AM 9:08

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FLORIDA PROFIT CORPORATION OR P.A.

PSB TRAINING, INC.

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$70.00

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7/29/04

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TALLAHASSEE FLORIDA
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STATE

STATE OF FLORIDA
ARTICLES OF INCORPORATION
OF
PSB TRAINING, INC.
(Pursuant to Florida Statutes Chapter 607)

- ARTICLE I:** The name of the Corporation shall be: PSB Training, Inc.
- ARTICLE II:** The principal place of business and mailing address of the corporation shall be: 450 Tilton Road, Suite 212, Northfield, New Jersey 08225.
- ARTICLE III:** The name and Florida street address of the Corporation's initial registered agent shall be: Corporation Service Company, 1201 Hays Street, Tallahassee, Florida 32301.
- ARTICLE IV:** The purpose or purposes of the Corporation shall be to engage in any lawful act or activity for which corporations may be organized under the Florida Business Corporation Act.
- ARTICLE V:** The number of shares of stock that the Corporation shall have the authority to issue is ten thousand (10,000), divided into two (2) classes, with the designation of each class, the number of shares of each class and the par value of the shares of each class as follows:

<u>NUMBER OF SHARES</u>	<u>CLASS</u>	<u>PAR VALUE OF</u>
5,000	Class A Common Stock	None
5,000	Class B Common Stock	None.

Relative rights, preferences and limitations of the shares of each class are as follows:

The following provisions shall apply to the Class A Common Stock of the Corporation (the "Class A Shares") and the Class B Common Stock of the Corporation (the "Class B Shares"):

(a) The sole and exclusive right to vote shall be vested in the holders of the Class A Shares as long as any such Class A Shares are issued and outstanding. Except as otherwise provided by law, no right to vote shall be vested in the holders of any other shares of this Corporation unless and until no Class A Shares shall be issued and outstanding, whereupon the right to vote shall vest exclusively in the holders of the Class B Shares;

(b) Should the right to vote properly vest in the Class B Shares in accordance with subparagraph (a) above, the sole and exclusive right to vote shall be

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vested in the holders of the Class B Shares as long as any such Class B Shares are issued and outstanding.

ARTICLE VI: The name and address of the incorporator is: A. Steven Fabietti, Esquire, Eizen Fineburg & McCarthy, Two Commerce Square, 34TH Floor, 2001 Market Street, Philadelphia, Pennsylvania 19103.

IN WITNESS WHEREOF, the undersigned, being the incorporator herein before named, has executed, signed and acknowledged this certificate of incorporation as of the 28th day of July, 2004.

INCORPORATOR:



A. Steven Fabietti

\\Law\docs\PSB Training\PSB Training Inc (Pa)\Articles of Incorporation.doc

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ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent and to accept service of process for PSB Training, Inc. at the place designated in these Articles of Incorporation, 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.

CORPORATION SERVICE COMPANY

By: Jerry **Jeanine Reynolds**
as its agent

Date: 7-28-04

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To:
Division of Corporations
Fax Number : (850) 205-0381

From:
Account Name : LIBERTY BUSINESS SERVICES, INC
Account Number : I20000000091
Phone : (305) 362-9334
Fax Number : (305) 362-4033

FLORIDA DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

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**FLORIDA PROFIT CORPORATION OR P.A.
N FORMA MEDICAL CENTER, INC.**

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$78.75

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION
OF
N FORMA MEDICAL CENTER, INC.

The undersigned incorporator hereby forms a corporation in compliance with Chapter 607, F.S. of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

N FORMA MEDICAL CENTER, INC.

ARTICLE II. PRINCIPAL OFFICE

The address of the principal office of this corporation shall be 2851 West 68th Street, Suite 7, Hialeah, Florida 33018, and the mailing address of the corporation shall be the same.

ARTICLE III. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States of America, the State of Florida, or any other state, territory or nation.

ARTICLE IV. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 10,000 (Ten Thousand) shares of common stock having no par value per share.

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ARTICLE V. INITIAL DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitations set forth in these Articles of Incorporation. This corporation shall have one Director, initially. The name and address of the initial member of the Board of Directors is:

Ivelys Breton, D/P

12850 SW 50th Court, Miramar, Florida 33027

ARTICLE VI. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 8202 NW 103rd Street, Hialeah Gardens, Florida 33016 and the name of the initial registered agent of the corporation at that address is Liberty Business Services, Inc.

ARTICLE VII. TERM OF EXISTENCE


This corporation is to exist perpetually.

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

Ivelys Breton
12850 SW 50th Court
Miramar, Florida 33027

The undersigned incorporator declares under penalty of perjury that she has examined the foregoing Articles of Incorporation and that to the best of her knowledge, information and belief, the information contained therein is true, correct and complete. Therefore, she has executed these Articles of Incorporation on July 28th, 2004.



It's Incorporator, Ivelys Breton

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ARTICLE IX. ACCEPTANCE OF REGISTERED AGENT

Liberty Business Services, Inc., a Florida Corporation, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above foregoing Articles of Incorporation, is familiar with the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes, accepts the appointment and agrees to act in this capacity, further agreeing to comply with the provisions of all statutes relating to the proper and complete performance of the duties of a Registered Agent.

By: 

It's Agent, Sergio R. Garcia
Authorized Representative
Liberty Business Services, Inc.

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