

P96000030202

TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SECRET
-04/02/96--01015--011
***131.25 ***131.25

SUBJECT: PROFESSIONAL SEMINARS, INC.
(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate

\$122.50
Filing Fee
& Certified Copy

\$131.25
Filing Fee,
Certified Copy
& Certificate

Additional Copy Required

FROM: Alisa Farber
Name (printed or typed)

7710 Newport Lane
Address

Parkland, Florida, 33067
City, State & Zip

(954) 755-5989
Daytime Telephone number

FILED
96 APR -1 AM 8:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dmc
4/8/96

NOTE: Please provide the original and one copy of the articles.

FILED

ARTICLES OF INCORPORATION
OF
PROFESSIONAL SEMINARS, INC.

96 APR -1 AM 8:04

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned, a natural person competent to contract to hereby make, subscribe and file thses ARTICLES OF INCORPORATION for the purpose of organizing a corporation under the laws of the State of Florida.

ARTICLE I

The name of the corporation shall be:

PROFESSIONAL SEMINARS, INC.

ARTICLE II

GENERAL NATURE OF BUSINESS

The general nature of business to be transacted by this Corporation shall be to engage in any and all lawful business permitted under the laws of the United States and the State of Florida.

ARTICLE III

CAPITAL STOCK

- a. The total authorized capital stock of this Corporation is ONE THOUSAND (1,000) shares of Common Stock - par value ONE DOLLAR (\$1.00) per share.
- b. Every shareholder upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fraction shares) at the price at which it is offered to others.

ARTICLE IV

TERMS OF EXISTENCE

This Corporation shall exist perpetually.

ARTICLE V

ADDRESS OF PRINCIPAL OFFICE
IN THIS STATE

The initial street address of the principal office of this Corporation in the State of Florida is:

7710 Newport Lane
Parkland, Florida, 33067

The Board of Directors may, from time to time, move the principal office to another address in the State of Florida.

ARTICLE VI

NUMBER OF DIRECTORS

This Corporation shall have not less than one (1) Director.

ARTICLE VII

FIRST BOARD OF DIRECTORS

The names and street addresses of the members of the Board of Directors:

<u>NAME</u>	<u>ADDRESS</u>
ALISA FARBER	7710 Newport Lane Parkland, Florida, 33067
JOEL GROSSMAN	7710 Newport Lane Parkland, Florida, 33067
H. ROBERT NAGEL	7710 Newport Lane Parkland, Florida, 33067

IN WITNESS WHEREOF: I have hereunto subscribed my hand and seal this 16th day of March, 1996.

[Handwritten Signature]
ALISA FARBER

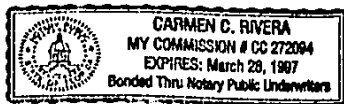
STATE OF FLORIDA)
COUNTY OF BROWARD) SS:.

I hereby certify that on this day before me a Notary Public duly authorized in the State and County above to take acknowledgements personally appeared ALISA FARBER, (FLA. DRIVERS LICENSE #F616C02566850) to me known to be the person described as subscriber in and who executed the foregoing: ARTICLES OF INCORPORATION for the purpose therein set forth.

WITNESS MY HAND AND OFFICIAL SEAL IN THE COUNTY AND STATE NAMED ABOVE THIS 17th day of MARCH, 1996.

[Handwritten Signature]
NOTARY PUBLIC

(SEAL)



FILED

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

96 APR -1 AM 8:04

SE COUNTY OF STATE
TAL. ABASSEE. FLORIDA

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 SEMINARS, INC.
2. The name and address of the Registered Agent and
office is:

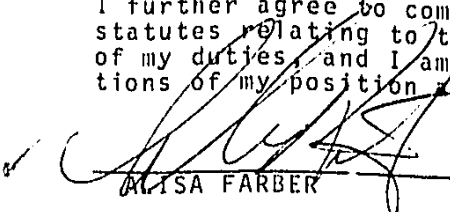
ALISA FARBER

7710 NEWPORT LANE

PARKLAND, FLORIDA, 33067

Having been named as registered agent and to accept service of
process of 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 obliga-
tions of my position as Registered Agent.


ALISA FARBER

March 26, 1996
DATE