



THE UNITED STATES
CORPORATION
COMPANY

P97000068086

ACCOUNT NO. : 072100000032

REFERENCE : 487520 82082A

AUTHORIZATION :

Patricia Piquet

COST LIMIT : \$ 70.00

ORDER DATE : August 6, 1997

ORDER TIME : 11:03 AM

ORDER NO. : 487520-005

CUSTOMER NO: 82082A

CUSTOMER: Robert P. Fritts, Esq
ROBERT P. FRITTS, P.A.

Suite 4
5702 Lake Worth Road
Lake Worth, FL 33463

FILED
97 AUG - 6 PM 2:28
TALLAHASSEE, FLORIDA

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DOMESTIC FILING

NAME: FINANCIAL EDUCATION AND
SERVICES, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Andrew Cumper

EXAMINER'S INITIALS: _____

RECEIVED
97 AUG - 6 PM 12:05
DIVISION OF CORPORATION

SN AUG - 6 1997.

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FILED

97 AUG -6 PH 2: 28

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

FINANCIAL EDUCATION AND SERVICES, INC.

ARTICLE I. CORPORATE NAME

The name of this corporation is FINANCIAL EDUCATION AND SERVICES, INC.

ARTICLE II. NATURE OF BUSINESS AND POWERS

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

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is one thousand shares of common stock having a par value of \$1.00.

ARTICLE IV. TERM OF EXISTENCE

This Corporation shall have perpetual existence, commencing upon filing of these Articles.

ARTICLE V. REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

CLAUDE G. RIVARD
5350 Tenth Avenue North, Suite 3
Lake Worth, FL 33463

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

ARTICLE VI. PRINCIPAL PLACE OF BUSINESS

The principal place of business shall be:

5350 Tenth Avenue North, Suite 3
Lake Worth, FL 33463

ARTICLE VII. BOARD OF DIRECTORS

This Corporation shall have one director initially. The number of directors may be increased or diminished from time to time by Bylaws adopted by the stockholders, but shall never be less than one.

ARTICLE VIII. INITIAL DIRECTOR

The name of the initial director of this Corporation and his street address is:

CLAUDE G. RIVARD
5350 Tenth Avenue North, Suite 3
Lake Worth, FL 33463

The person named as initial director shall hold office for the first year of existence of this Corporation or until their successors are elected or appointed and have qualified, whichever comes first.

ARTICLE IX. INCORPORATOR

The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

CLAUDE G. RIVARD
5350 Tenth Avenue North, Suite 3
Lake Worth, FL 33463

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation on this 5th day of August, A.D., 1997.



CLAUDE G. RIVARD

CERTIFICATE OF DESIGNATION
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: FINANCIAL EDUCATION AND SERVICES, INC.
2. The name and address of the registered agent and office is:

CLAUDE G. RIVARD
5350 Tenth Avenue North, Suite 3
Lake Worth, FL 33463

SIGNATURE Claude G. Rivard

(corporate officer)

TITLE President, Secretary

DATE 8/5/97

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.

SIGNATURE Claude G. Rivard

DATE 8/5/97