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Division of Corporations

FAX NO.

P. 01/05

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FLORIDA PROFIT CORPORATION OR P.A.  
SUZANNE K. ZOSS, PH.D., P.A.

|                       |         |
|-----------------------|---------|
| Certificate of Status | 0       |
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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

June 28, 2004

SUZANNE K. ZOSS, PH.D., P.A.

SUBJECT: SUZANNE K. ZOSS, PH.D., P.A.  
REF: W0400002464B

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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P. 03/05

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ARTICLES OF INCORPORATION  
OF  
SUZANNE K. ZOSS, PH.D., P.A.

04 JUN 28 AM 9:16  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE ONE - NAME

The name of the corporation is Suzanne K. Zoss, Ph.D., P.A.

ARTICLE TWO - DURATION

This corporation shall have perpetual existence.

ARTICLE THREE - PURPOSE

This corporation is organized for the purpose of providing psychological services and for transacting any and all lawful business.

ARTICLE FOUR - CAPITAL STOCK

This corporation is authorized to issue ten thousand (10,000) shares of one (\$1.00) dollar par value common stock.

ARTICLE FIVE - INITIAL REGISTERED OFFICE AND AGENT

The street address and mailing address of the initial principal office of this corporation is 4300 Bayou Blvd., Suite 35, Pensacola, Florida, 32503, and the name of the initial registered agent of this corporation at that address is Suzanne K. Zoss.

ARTICLE SIX - INITIAL BOARD OF DIRECTORS AND SPECIFIC POWERS

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one (1). The name and address of the initial directors of this corporation is:

NAME

ADDRESS

Suzanne K. Zoss

4300 Bayou Blvd.  
Suite 35  
Pensacola, FL 32503

Linda A. Hoffman  
Emmanuel, Sheppard & Condon  
30 S. Spring Street  
Pensacola, FL 32502  
(850) 433-6581  
FL Bar No.: 0500800  
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No sale, transfer, conveyance, lease or mortgage of any property of the Corporation shall be effective without the written consent of all directors, and all other actions of the Corporation shall require the approval of all directors.

ARTICLE SEVEN - INCORPORATOR

The name and address of the person signing these Articles is Suzanne K. Zoss.


ARTICLE EIGHT - BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the shareholders.

ARTICLE NINE - INDEMNIFICATION


The corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law.

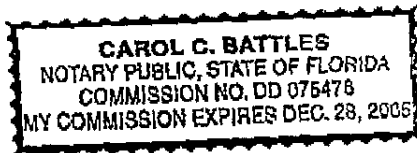
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on this 28<sup>th</sup> day of June, 2004.

  
SUZANNE K. ZOSS, INCORPORATOR

STATE OF FLORIDA  
COUNTY OF ESCAMBIA

The foregoing instrument was acknowledged before me this 28<sup>th</sup> day of June, 2004 by Suzanne K. Zoss, who is personally known to me or has produced as identification and who did not take an oath.

 (SEAL)  
Notary Public



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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

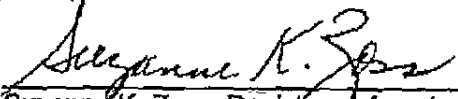
**SUZANNE K. ZOSS, PH.D., P.A.**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

Suzanne K. Zoss, Ph.D., P.A., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at City of Pensacola, County of Escambia, State of Florida has named Suzanne K. Zoss, located at 4300 Bayou Blvd., Suite 35, Pensacola, FL, County of Escambia, State of Florida, 32503 as its agent to accept service of process within this state.

**ACKNOWLEDGMENT:**

Having been named to accept service of process for the above stated corporation, at the address designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

  
Suzanne K. Zoss, Registered Agent

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