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Division of Corporations
Fax Number : (850) 617-6381

From:

Account Name : DRUMMOND WEHLE & ROSS LLP
Account Number : I20050000133
Phone : (813) 983-8000
Fax Number : (813) 983-8001

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT/NON PROFIT CORPORATION

Counselor Barb, P.A.

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ARTICLES OF INCORPORATION OF COUNSELORBARB, P.A.

The undersigned incorporator hereby executes these Articles of Incorporation for the purpose of forming a corporation for profit in accordance with the laws of the State of Florida.

ARTICLE I Name

The name of this corporation shall be: **COUNSELORBARB, P.A.**

ARTICLE II Principal Office and Mailing Address

The address of the principal office and the mailing address of this corporation shall be:

PRINCIPAL OFFICE	MAILING ADDRESS
6811 North Central Avenue Tampa, Florida 33604	c/o Barbara M. LoFrisco 2202 Green Oaks Lane Tampa, Florida 33612

ARTICLE III Purposes and Duration

The general nature of the business to be transacted by this Corporation is mental health counseling, and to engage in every phase and aspect of the business of rendering the professional services to the public that a mental health counselor, including a mental health counselor intern, duly licensed or registered under the laws of the State of Florida, is authorized to render, but such professional services shall be rendered only through officers, employees, and agents of this Corporation who are duly licensed under the laws of the State of Florida to perform such services.

ARTICLE IV Capital Stock

The Corporation is authorized to issue 10,000 shares of one dollar par value common stock, which shall be designated Common Stock.

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ARTICLE V
Initial Board of Directors

The initial Board of Directors of this corporation shall consist of one (1) member, such member to hold office until her successor has been duly elected and qualified. The name and street address of the initial director are:

<u>Name</u>	<u>Address</u>
Barbara M. LoFrisco	6811 North Central Avenue Tampa, Florida 33604

ARTICLE VI
Registered Office and Registered Agent

The initial registered office of this corporation shall be located at Drummond Wehle & Ross LLP, 6987 East Fowler Avenue, Tampa, Florida 33617 and the initial registered agent of this corporation at such office shall be Gerard F. Wehle, Jr. This corporation shall have the right to change such registered agent and such registered office from time to time, as provided by law. .

ARTICLE VII
Incorporator

The name and street address of the Incorporator making these Articles of Incorporation are:

<u>Name</u>	<u>Address</u>
Gerard F. Wehle, Jr.	Drummond Wehle & Ross LLP 6987 East Fowler Avenue Tampa, Florida 33617

ARTICLE VIII
By-Laws

The power to adopt the by-laws of this corporation, to alter, amend or repeal the by-laws, or to adopt new by-laws, shall be vested in the Board of Directors of this corporation.

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ARTICLE IX
Amendment of Articles of Incorporation

This corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the stockholders herein are subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation for the uses and purposes therein stated.

DATED February 25, 2008



GERARD F. WEHLE, JR. incorporator

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COUNSELOR BARB, P.A.

ACCEPTANCE OF SERVICE AS REGISTERED AGENT

The undersigned, GERARD F. WEHLE, JR., having been named as registered agent to accept service of process for the above-named corporation at the registered office designated in the Articles of Incorporation, hereby agrees and consents to act in that capacity. The undersigned is familiar with and accepts the duties and obligations of such position.

DATED February 25, 2008


GERARD F. WEHLE, JR., Registered Agent

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