

# F98000002540

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April 21, 1998

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
APR 28 PM 4:28

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Florida Department of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, Florida 32399

Attn: New Filings

FILE 300

- Re:
1. Psychotherapeutic Community Services Association, Inc., a Florida corporation
  2. Psychotherapeutic Services Association of Florida, Inc., a Florida corporation
  3. Psychotherapeutic Community Services Association, Inc., a Delaware corporation

To Whom It May Concern:

NEW FOREIGN

Pursuant to the enclosed documentation, we wish to effectuate the dissolution of both Florida corporations referenced hereinabove as Nos. 1 and 2 and obtain authority for the Delaware corporation to do business in Florida (3). Accordingly, I have enclosed Articles of Dissolution for both Florida corporations together with filing fees of \$70 (\$35 per corporation). In addition, I have enclosed an extra copy of each set of Articles to be filed, stamped, and returned to my attention in the enclosed envelope provided for your convenience.

I have also enclosed an Application by Foreign Corporation for Authorization to Transact Business in Florida. The corporation, Psychotherapeutic Community Services Association, Inc., a Delaware corporation, hereby seeks authorization to transact business in Florida. Together with the application is a certificate from the Office of the Secretary of State for Delaware stating that Psychotherapeutic Community Services Association is duly incorporated under the laws of the State of Delaware and is in good standing. I have also enclosed a letter from Psychotherapeutic Community Services Association, Inc., a Florida corporation, acknowledging that it does not intend to revoke its dissolution at any time and

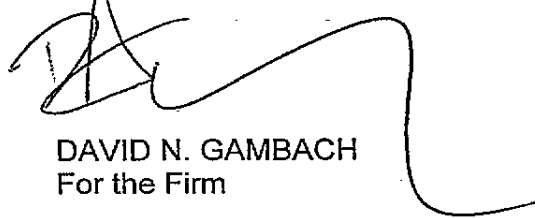
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authorizing the use of its name by the Delaware corporation seeking authority to transact business in Florida. Finally, there is another check in the amount of \$122.50 for filing this application.

Should there be any question or concern, please do not hesitate to call.

Very truly yours,

A handwritten signature in black ink, appearing to read 'D. Gambach', with a long, sweeping horizontal line extending to the right.

DAVID N. GAMBACH  
For the Firm

DNG/vwm

Enclosures

F:\Public Documents\PI\Pysch\FlaDeptArtDiss.wpd

March 26, 1998

Secretary of State  
Division of Corporations  
The Capitol  
Tallahassee, FL

Re: Psychotherapeutic Community Services Association, Inc.

To Whom It May Concern:

This letter is to acknowledge that Psychotherapeutic Community Services Association, Inc., a Florida corporation, does not intend to revoke its dissolution at any time. Accordingly the Corporation will have no objection to the use of the name of Psychotherapeutic Community Services Association, Inc., by the Corporation identified in the enclosed Application for Authority to Transact Business filed by Psychotherapeutic Community Services Association, a Delaware Corporation.

Should there be any questions or concerns, please do not hesitate to contact our attorneys c/o Albert E. Blair, Esquire, Daniels, Kashtan & Fornaris, P.A., 241 Sevilla Avenue, PH 2, Coral Gables, FL 33134. Telephone number (305) 448-7988.

Very truly yours,

PSYCHOTHERAPEUTIC COMMUNITY  
SERVICES ASSOCIATION, INC., a  
Florida corporation

By: \_\_\_\_\_

  
D. CHERREY JONES

Not for Profit

# APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1. Psychotherapeutic Community Service Association, Inc.  
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. Delaware  
(State or country under the law of which it is incorporated)
3. 52-1921259  
(FEI number, if applicable)
4. March 27, 1995  
(Date of Incorporation)
5. Perpetual  
(Duration: Year corp. will cease to exist or "perpetual")
6. Has not begun transacting business in Florida  
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.)
7. 630 West Division Street, Suite D, Dover, DE 19901

(Current mailing address)

8. Any and all lawful activities for which a non-profit corporation may be organized.  
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)

Name: Daniels, Kashtan & Fornaris, P.A.

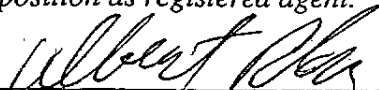
Office Address: 241 Sevilla Avenue, Penthouse 2

Coral Gables, Florida, 33134

(Zip Code)

### 10. Registered agent's acceptance:

*Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*



(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

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DIVISION OF CORPORATIONS  
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12. Names and addresses of officers and/or directors: (Street address ONLY- P. O. Box NOT acceptable)

**A. DIRECTORS (Street address only- P. O. Box NOT acceptable)**

Chairman: D. Cherrey Jones

Address: 630 West Division Street, Suite D  
Dover, DE 19901

Vice Chairman: Ralph S. Wolf, D.O.

Address: 630 West Division Street, Suite D  
Dover, DE 19901

Director: Randall L. Cooper

Address: 630 West Division Street, Suite D  
Dover, DE 19901

Director: N/A

Address: \_\_\_\_\_

**B. OFFICERS (Street address only- P. O. Box NOT acceptable)**

President: D. Cherrey Jones

Address: 630 West Division Street, Suite D  
Dover, DE 19901

Vice President: Ralph S. Wolf, D.O.

Address: 630 West Division Street, Suite D  
Dover, DE 19901

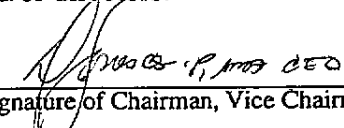
Secretary: Ralph S. Wolf, D.O.

Address: 630 West Division Street, Suite D  
Dover, DE 19901

Treasurer: Randall L. Cooper

Address: 630 West Division Street, Suite D  
Dover, DE 19901

**NOTE:** If necessary, you may attach an addendum to the application listing additional officers and/or directors.

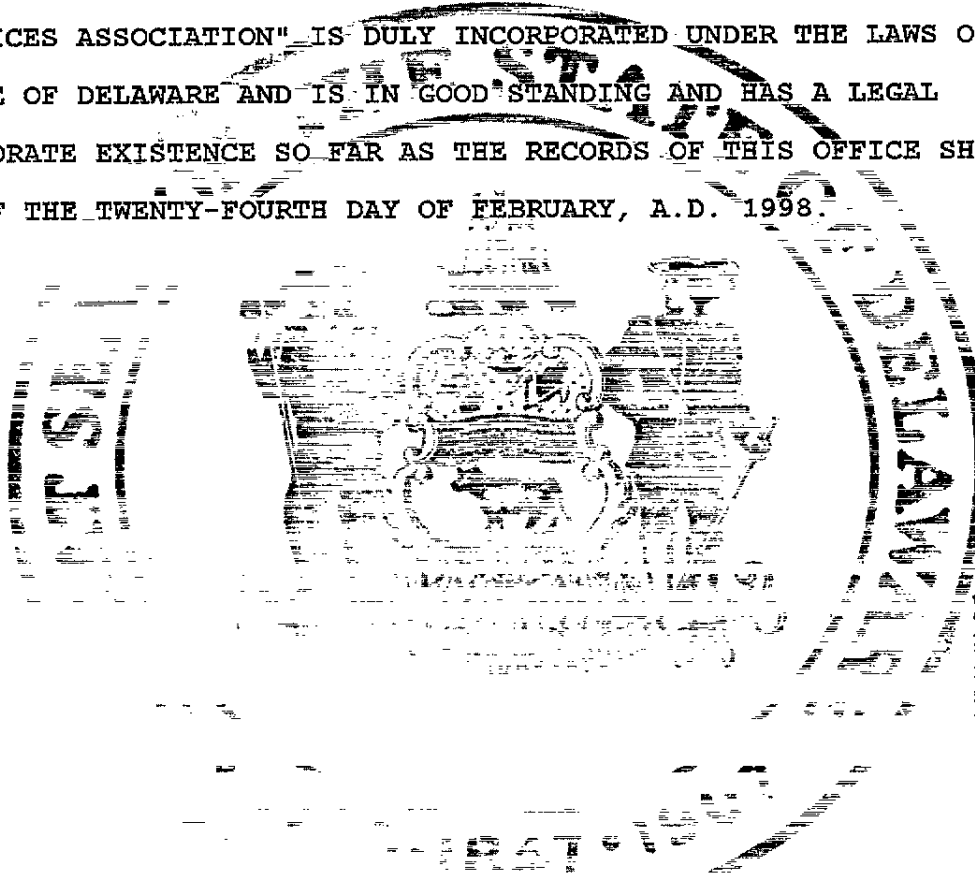
13.    
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. D. Cherrey Jones, Chief Executive Officer  
(Typed or printed name and capacity of person signing application)

*State of Delaware*  
*Office of the Secretary of State* PAGE 1

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "PSYCHOTHERAPEUTIC COMMUNITY SERVICES ASSOCIATION" IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-FOURTH DAY OF FEBRUARY, A.D. 1998.



FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 APR 28 PM 4: 28



*Edward J. Freel*

Edward J. Freel, Secretary of State

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AUTHENTICATION: 8936053

DATE: 02-24-98