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Leahy & Associates, P.A.
A Professional Association

Timothy B. Leahy, Esquire

May 5, 2000

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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-05/08/00--01093--016
****125.00 ****125.00

Re: Filing of a Limited Liability Company

Dear Sir(s):

Please find enclosed the original Articles of Organization for A COUNSELING EXPERIENCE, L.L.C., and one copy of said Articles of Organization. Also please find enclosed a check in the amount of \$125.00 to cover the cost involved in the filing of Articles of Organization for A COUNSELING EXPERIENCE, L.L.C., as a limited liability company and for the Certificate of Registered Agent. Please send all things that will be sent from your office that involve the above limited liability company to the offices of Leahy & Associates, P.A., 535 Central Avenue, Suite 300, St. Petersburg, FL 33701.

Thank you for your cooperation concerning this matter. If you have any questions, please feel free to contact me.

Sincerely,

Leahy & Associates, P.A.



Timothy B. Leahy, Esquire
Enclosures
TBL/dw

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TALLAHASSEE, FLORIDA

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ARTICLES OF ORGANIZATION

OF

A COUNSELING EXPERIENCE, L. L. C.

The undersigned, for the purpose of forming a Limited Liability Company under the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, hereby make, acknowledge, and file the following Articles of Organization;

ARTICLE I

NAME:

The name of the Limited Liability Company shall be A COUNSELING EXPERIENCE, L.L.C.

ARTICLE II

MAILING and STREET ADDRESS

The mailing address and principal place of business of the Company in Florida shall be 2481 9th Ave. N., St. Petersburg, Florida, 33713.

ARTICLE III

DURATION:

The Company shall commence its existence on the date these Articles of Organization are filed with the Florida Department of State. The Company's existence shall terminate no later than April 15, 2030 unless the Company is earlier dissolved as provided in these Articles of Organization.

ARTICLE IV

PURPOSES AND POWERS

The general purpose for which the Company is organized is to transact any lawful business for which a Limited Liability Company may be organized under the laws of the State of Florida. The Company shall have all the powers granted to a Limited Liability Company under the laws of the State of Florida.

ARTICLE V

REGISTERED OFFICE AND AGENT

The name and street address of the Registered Agent of the Company in the State of Florida is Raymond A. Koscho, 2481 9th Ave. N., St. Petersburg, Florida, 33713.

ARTICLE VI

ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the Company except by the unanimous written consent of all the members of the Company and upon such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the Company as set forth in the regulations of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless all the other members of the Company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

ARTICLE VII

TERMINATION OF EXISTENCE

The Company shall be dissolved upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or manager, or upon the occurrence of any other event that terminates the continued membership of a member of the Company, unless the business of the Company is continued by the consent of a majority in interest of the remaining members.

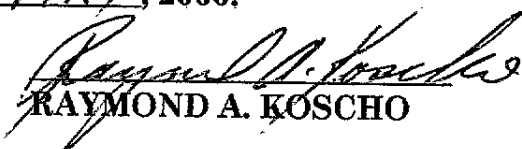
ARTICLE VIII

MANAGEMENT

The Company shall be managed by Its Members in accordance with regulations adopted by the members for the management of the business and affairs of the Company. These regulations may contain any provisions for the regulation and management of the affairs of the Company not

inconsistent with law or these Articles of Organization.

In Witness Whereof, the undersigned Member has made and subscribed these Articles of Organization at St. Petersburg, Florida for the foregoing use and purpose this 3 day of MAY, 2000.


RAYMOND A. KOSCHO

STATE OF FLORIDA
COUNTY OF Pinellas

The foregoing instrument was acknowledged before me this 3 day of May, 2000, by Raymond A. Koscho, who is personally known or who has produced _____ as identification and who (did) (did not) take an oath.


NOTARY PUBLIC

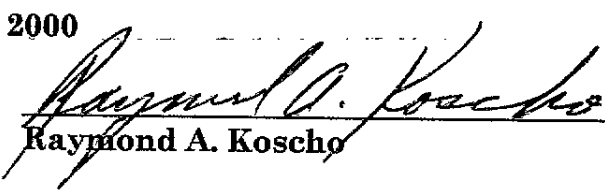
Print: Timothy B. Long

My Commission Expires: _____

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above stated Limited Liability Company at the place designated in the Articles of Organization, 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.

Dated this 3 day of MAY, 2000


Raymond A. Koscho