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EFFECTIVE DATE
6-30-03

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DIVISION OF CORPORATION

MERGER OR SHARE EXCHANGE

FPA-FL ACQUISITION, LLC

ddg # 587983650

Certificate of Status	0
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60.00

*Please backdate to
6/24/03*

L03-23036
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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

June 25, 2003

FPA-FL ACQUISITION, LLC
1500 WATERS RIDGE DRIVE
LEWISVILLE, TX 75057

SUBJECT: FPA-FL ACQUISITION, LLC
REF: L03000023036

FILED
JUN 25 2003
TALLAHASSEE, FLORIDA

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.

Pursuant to section 608.438(3)(e), F.S., the plan of merger must provide the name(s) and address(es) of the manager(s) or managing member(s).

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6020.

Tammi Cline
Document Specialist

FAX Aud. #: H03000220042
Letter Number: 803A00038604

*Please back date to
6/24/03*

ARTICLES OF MERGER**Merging****Florida Psychiatric Associates, Inc.****Into****FPA-FL Acquisition, LLC****EFFECTIVE DATE**
6-30-07

The following Articles of Merger are being submitted in accordance with Sections 607.1108 and 608.438 of the Florida Statutes:

FIRST: The exact name, street address of its principal office, jurisdiction, and entity type for the merging entity are as follows:

<u>Name and Street Address</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
Florida Psychiatric Associates, Inc. 1500 Waters Ridge Drive Lewisville, TX 75057	Florida	Profit Corporation
Florida Document/Registration Number: 581258		FBI Number: 59-1840843

SECOND: The exact name, street address of its principal office, jurisdiction, and entity type of the surviving entity are as follows:

<u>Name and Street Address</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
FPA-FL Acquisition, LLC 1500 Waters Ridge Drive Lewisville, TX 75057	Florida	Limited Liability Company
Florida Document/Registration Number: 103000072006		FBI Number: (Applied for)

THIRD: The attached Plan of Merger meets the requirements of Sections 607.1108 and 608.438 of the Florida Statutes, and was approved in accordance with the applicable provisions of Chapter 608 of the Florida Statutes, including Section 608.4381, by written consent of the sole Member of the surviving entity on June 26, 2003, and was approved in accordance with the applicable provisions of Chapter 607 of the Florida Statutes, including Section 607.1103, by written consent of the sole Director and sole shareholder of the merging entity on June 16, 2003.

FOURTH: The merger is permitted under the laws of the State of Florida.

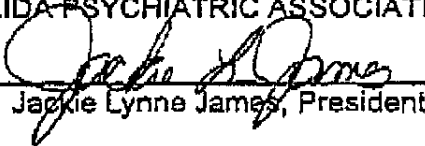
FIFTH: The merger shall become effective on June 30, 2003 at 11:59 P.M.

SIXTH: The Articles of Merger comply and were executed in accordance with the laws of the State of Florida.

SEVENTH: The name of the surviving entity will be Florida Psychiatric Associates, LLC upon the effectiveness of the Merger.

FLORIDA PSYCHIATRIC ASSOCIATES, INC.

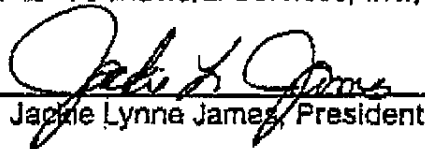
By


Jackie Lynne James, President

FPA-FL ACQUISITION, LLC

By Horizon Behavioral Services, Inc., Member

By


Jackie Lynne James, President

FILED
JUN 25 2003
TALLAHASSEE, FLORIDA

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JUN 25 2003
TALLAHASSEE, FLORIDA

**PLAN OF MERGER
FOR THE MERGER OF
FLORIDA PSYCHIATRIC ASSOCIATES, INC.
INTO
FPA-FL ACQUISITION, LLC**

This Plan of Merger (the "Plan of Merger") is entered into by and between Florida Psychiatric Associates, Inc., a Florida corporation ("FPA"), and FPA-FL Acquisition, LLC, a Florida limited liability company (the "Surviving Entity"), pursuant to which, among other things, FPA will merge with and into the Surviving Entity.

The terms and conditions of the Merger are as follows:

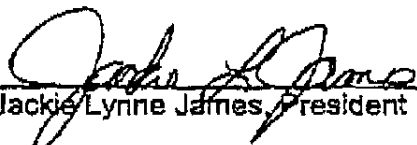
- A. The Merger shall be effective on June 30, 2003 at 11:59 P.M. (the "Effective Time").
- B. At the Effective Time, the separate existence of FPA shall cease and FPA shall be merged into the Surviving Entity, and all the property, assets, rights, privileges, powers, franchises and immunities of FPA shall vest in the Surviving Entity, and all debts, liabilities and obligations of FPA shall become the debts, liabilities and obligations of the Surviving Entity.
- C. Because both FPA and the Surviving Entity are wholly-owned subsidiaries of Horizon Behavioral Services, Inc., a Delaware corporation, at the Effective Time, each share of common stock of FPA issued and outstanding immediately prior to the Effective Time shall, by virtue of the Merger and without any action by FPA, the Surviving Entity or any other person, be canceled.
- D. The Surviving Entity of the Merger shall continue in existence under the new name, "FLORIDA PSYCHIATRIC ASSOCIATES, LLC".
- E. The Surviving Entity shall be member-managed, and the sole member shall be Horizon Behavioral Services, Inc. at 1500 Waters Ridge Drive, Lewisville, Texas 75057.

- E. The Articles of Organization of FPA-FL Acquisition, LLC shall continue to be the Articles of Organization of the Surviving Entity.

EXECUTED this 16th day of June, 2003.

FLORIDA PSYCHIATRIC ASSOCIATES, INC.

By


Jackie Lynne James, President

FPA-FL ACQUISITION, LLC

By Horizon Behavioral Services, Inc., Member

By


Jackie Lynne James, President

RECORDED
JUN 26 2003
11:11 AM
CLERK OF COURT
JACKSONVILLE
FLORIDA