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Edward B. Knauer

Attorney at Law Certified Circuit Civil and County Court Mediator

501 Goodlette Road North, Suite D-100 Naples, FL 34102 (239) 649-5449

Also admitted to practice in New Jersey and Maine Wir Sprechen Deutsch

March 23, 2004

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

Re: Gulf Coast Psychology, P.L.

Dear Sir/Madam:

Enclosed please find the following:

- -Original and one (1) copy of the proposed Articles of Organization;
- -Original and one (1) copy of the Designation of Registered Agent;
- -My check no. 1990 in the amount of \$125.00 representing the filing fees;
- -Return envelope.

Please file the documents and return a stamped copy to my office in the return enveloped

Thank you for your assistance in this matter.

Please do not hesitate to contact my office should you have any questions.

Sincerely,

Edward B. Knauer

EBK/tk enc.

ARTICLES OF ORGANIZATION OF GULF COAST PSYCHOLOGY, P.L.

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapters 608 and 621, hereby makes, acknowledges, and files the following Articles of Organization.

ARTICLE I. NAME AND PRINCIPAL PLACE OF BUSINESS

The name of the limited liability company shall be GULF COAST PSYCHOLOGY, P.L., and its principal office shall be located at 501 Goodlette Road North, Suite C-110, Naples, FL 34102, but it shall have the power and authority to establish branch offices at any other place or places as the members may designate.

ARTICLE IL PURPOSE

The purpose of this limited liability company is to practice the profession of psychology. The sole and exclusive professional service to be rendered by the company is psychological counseling, assessment and evaluation.

ARTICLE III. EXERCISE OF POWERS

All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this limited liability company shall be managed under the direction of, the regulations of the limited liability company of liability company.

ARTICLE IV. MANAGEMENT

Management of this limited liability company is reserved to its members, whose names and addresses are as follows: members of this limited liability company. This Article may be amended from time to time in the

Suite C-110 Naples, Florida 34102

ARTICLE V. MEMBERSHIP RESTRICTIONS

Members shall have the right to admit new members by unanimous consent. New members must meet the criteria for admission into this limited liability company, as set forth in section 621.051, Florida Statutes, as may be amended. Contributions required of new members shall be determined as of the time of admission to the limited liability company.

ARTICLE VIII. DURATION

This limited liability company shall exist until dissolved in a manner provided by law, or as provided in the regulations adopted by the members.

ARTICLE IX. INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the limited liability company is 501 Goodlette Road North, Suite C-110, Naples, Florida 34102, and the name of the company's initial registered agent at that address is Christine B. Grout, Ph.D.

The undersigned, being the original member of the limited liability company, certifies that this instrument constitutes the proposed Articles of Organization of GULF COAST PSYCHOLOGY, P.L.

Executed by the undersigned at Naples, Florida on March 23, 2004.

Christine B. Grout, Ph.D.

MARCE PHIZ: (

STATE OF FLORIDA COUNTY OF COLLIER

Pursuant to the provisions of Sections 608.415 and 608.407(1)(c) of the Florida Limited Liability Company Act, the limited liability company identified below submits the following statement in designating its registered office and registered agent in the State of Florida:

The name of the limited liability company is GULF COAST PSYCHOLOGY, P.L.

The name of the registered agent for GULF COAST PSYCHOLOGY, P.L. is Christine B. Grout, Ph.D. and the street address of the company's principal office where the agent is located is 501 Goodlette Road North, Suite C-110, Naples, Florida 34102.

This statement is to acknowledge that, as indicated above, GULF COAST PSYCHOLOGY, P.L. has appointed me, Christine B. Grout, Ph.D., as its registered agent to accept service of process for the company at the place designated above in this certificate. I accept this 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 March ______, 2004.

Christine B. Grout, Ph.D.

Notary Public

My Commission expires:

