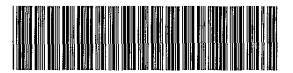
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ARTICLES OF ORGANIZATION OF

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SCHOOL PSYCHOLOGY ASSOCIATES, LLC

These Articles of Organization are made for the purpose of organizing a Florida Limited Liability Company under the Florida Limited Liability Company Act (Florida Statutes Chapter 608).

<u>ARTICLE I - NAME</u>

The name of this Limited Liability Company is SCHOOL PSYCHOLOGY ASSOCIATES, LLC.

ARTICLE II - MAILING ADDRESS

The mailing address and street address of the principal office of SCHOOL PSYCHOLOGY ASSOCIATES, LLC, 404 Sheridan Boulevard, Orlando, FL 32804.

ARTICLE III - DURATION

The period of duration for SCHOOL PSYCHOLOGY ASSOCIATES, LLC shall be perpetual from the date of filing these Articles with the Department of the State, except for the limitations set out in Florida Statutes Section 608.441.

ARTICLE IV - REGISTERED AGENT & OFFICE

The name of the initial registered agent is LINDA P. HEALEY, ED.S. The street address of the initial registered agent is 404 Sheridan Boulevard, Orlando, FL 32804.

ARTICLE V - ADDITIONAL MEMBERS

Additional members to the Company may be admitted, but only if all the current members agree to the admission of the additional members and to the terms of admission.

ARTICLE VI - TERMINATION OF MEMBERSHIP

If a member of the Company dies, retires, resigns, is expelled, is dissolved, experiences bankruptcy, or upon the occurrence of any other event which terminates the continued membership of a member in SCHOOL PSYCHOLOGY ASSOCIATES, LLC, the remaining members may, by unanimous agreement, continue the business of SCHOOL PSYCHOLOGY ASSOCIATES, LLC.

ARTICLE VII - MANAGEMENT

SCHOOL PSYCHOLOGY ASSOCIATES, LLC is to be managed by a manager and the name and address of the individual who will serve as the manager is:

LINDA P. HEALEY, ED.S.
404 Sheridan Boulevard
Orlando, FL 32804

This initial manager shall serve until a successor manager(s) is qualified and elected as prescribed by and provided in the regulations of the Company. The manager shall also hold the office and have the responsibilities accorded to him/her by the members set out in the regulations of the Company.

ARTICLE VIII - REGULATIONS

The members shall have the power to adopt, alter, amend, or repeal regulations of SCHOOL PSYCHOLOGY ASSOCIATES, LLC.

The undersigned executed these Articles of Organization on 4-1-2004, 2004.

LINDA P. HEALEY, ED.S.

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE FOR LINDA P. HEALEY, ED.S.

PURSUANT TO THE PROVISIONS OF FLORIDA STATUTES SECTION 608.415, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

- 1. The name of the limited liability company is SCHOOL PSYCHOLOGY ASSOCIATES, LLC.
 - 2. The name and address of the registered agent and office is as follows:

LINDA P. HEALEY, ED.S. 404 Sheridan Boulevard Orlando, FL 32804

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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.

LINDA P. HEALEY, ED.S.

4/1/2004 Date