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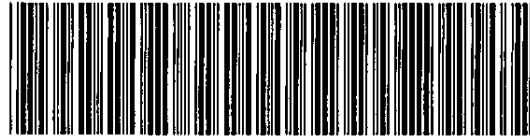
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TALLAHASSEE, FLORIDA

LAW OFFICES
WALTER S. MILLSAPS
2850 ISABELLA BOULEVARD, SUITE 10
JACKSONVILLE BEACH, FLORIDA 32250

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TELEPHONE (904) 246-1228
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July 11, 2012

By Federal Express

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

Re: Beacon Pediatric Behavioral Health, LLC

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dear Sir or Madam:

Enclosed for filing for the referenced limited liability company are an original and one copy of the articles of organization and a copy of the designation and acceptance of registered agent. Also enclosed is the filing fee.

Please file the original documents and return a date-stamped copy of the articles to me in the envelope provided. Please call me if you have any question. Thank you.

Very truly yours,


Walter S. Millsaps

Enclosures

/wsm
28124

ARTICLES OF ORGANIZATION

FOR

BEACON PEDIATRIC BEHAVIORAL HEALTH, LLC

a Florida limited liability company

Article I

Name

The name of the limited liability company is Beacon Pediatric Behavioral Health, LLC ("Company").

Article II

Address

The mailing and street address of the principal office of the Company is 117 North Aberdeenshire Drive, St. Johns, Florida 32259.

Article III

Duration

The duration of the Company is perpetual, beginning on the date these Articles of Organization are filed with the Secretary of State, State of Florida.

Article IV

Registered Agent

The name of the Company's initial registered agent in Florida is Walter S. Millsaps, Esq. The address of the

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TALLAHASSEE, FLORIDA

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Company's registered agent office in Florida is 2850 Isabella Boulevard, Suite 10, Jacksonville Beach, Florida 32250.

Article V

Management

The Company is to be managed by Managers duly elected by the Members of the Company. The names and addresses of the Initial Managers are:

MGRM

Adrienne DeSantis King
117 North Aberdeenshire Drive
St. Johns, Florida 32259

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TALLAHASSEE, FLORIDA

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Article VI

Admission of Additional Members

The right of the Members to admit additional Members to the Company and the terms and conditions of the admissions shall be upon unanimous written consent of the Members and any additional Members shall be as provided for in the Operating Agreement of the Company.

Article VII

Members Rights to Continue Business

The right of the remaining partners of the Company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a Member or the occurrence of any other event which terminates the continued

membership of a Member in the Company shall be as provided for
in the Operating Agreement of the Company.

IN WITNESS WHEREOF, we have executed these Articles of
Organization on this 17th day of July, 2012.

ADRIENNE DESANTIS KING

Adrienne Desantis King

[Signature]
Witness

[Signature]
Witness

28729

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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