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Florida Department of State
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LLC AMND/RESTATE/CORRECT OR M/MG RESIGN
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October 5, 2020

FLORIDA DEPARTMENT OF STATE
Division of Corporations

COUNSELING AND WELLNESS CENTER, PLLC
9838 OLD BAYMEADOWS RD #126
JACKSONVILLE, FL 32256

SUBJECT: COUNSELING AND WELLNESS CENTER, PLLC
REF: L20000235425

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.

The registered agent must sign accepting the designation.

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) 245-6050.

Yasemin Y Sulker
Regulatory Specialist III

FAX Aud. #: H20000343771
Letter Number: 320A00019239

**AMENDED AND RESTATED
ARTICLES OF ORGANIZATION
OF
COUNSELING AND WELLNESS CENTER, PLLC**

Marvin C. Kloeppel, as Authorized Representative

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CLERK OF DISTRICT COURT
JANESVILLE, WISCONSIN

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EXHIBIT A
AMENDED AND RESTATED
ARTICLES OF ORGANIZATION
of
COUNSELING AND WELLNESS CENTER, PLLC

The Authorized Representative on behalf of the member, hereby makes, subscribes, acknowledges and files these Amended and Restated Articles of Organization to form a professional service limited liability company in accordance with the Professional Service Corporation and Limited Liability Act and other laws of the State of Florida.

ARTICLE I
NAME

The name of the limited liability company shall be Counseling and Wellness Center, PLLC (the "*Company*"). The mailing and street address of the principal office of the Company shall be 9838 Old Baymeadows Road #126, Jacksonville, Florida 32256.

ARTICLE II
PURPOSES AND POWERS

The general nature of the business to be transacted by this Company, or the objects or purposes of the Company, shall be as follows:

- (a) to engage in every aspect in the practice of psychology and all its fields of specializations as are usually engaged in by practicing psychologists;
- (b) to engage and render the professional services involved only through its officers, agents and employees who shall be psychologists in good standing and duly licensed or otherwise legally authorized within the State of Florida to render the same professional service as this Company;
- (c) to invest its funds in real estate, mortgages, stocks, bonds or any other type of investments and to own real and personal property necessary for the rendering of the above-described professional services; and
- (d) to do all and everything necessary and proper for the accomplishment of any of the purposes or the attaining of any of the objects or the furtherance of any of the purposes enumerated in these Amended and Restated Articles of Organization or any amendments thereof, and either alone or in association with other corporations, firms or individuals, to carry on any lawful pursuit necessary or incidental to the accomplishment of the purposes and objects of this Company.

The foregoing enumeration of objects and purposes shall not be held to limit or restrict in any manner the purposes of this Company otherwise permitted by law.

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**ARTICLE III
REGISTERED OFFICE AND AGENT**

The name and street address of the registered agent in the State of Florida are Jennifer Weldon, 9838 Old Baymeadows Road #126, Jacksonville, Florida 32256.

**ARTICLE IV
ADMISSION OF MEMBERS**

No additional members shall be admitted to the Company except with the unanimous written consent of the members of the Company. Each member must be duly licensed or otherwise legally authorized to practice psychology in the State of Florida. No additional members shall be admitted to the Company except with the unanimous written consent of the members of the Company.

**ARTICLE V
TERMINATION OF EXISTENCE**

The Company shall not be dissolved upon the occurrence of any event that terminates the continued membership of a member in the Company, provided there is at least one remaining member. The Company shall be terminated and dissolved upon the consent of all of the members.

**ARTICLE VI
MANAGER**

The Company shall be managed by one or more managers and is, therefore, a manager-managed limited liability company. The managers shall be elected in the manner set forth in the Operating Agreement of the Company. The managers shall hold the offices and have the responsibilities accorded to them by the members as set forth in the Operating Agreement. The name and address of the manager shall be Jennifer Weldon, 9838 Old Baymeadows Road #126, Jacksonville, Florida 32256.

**ARTICLE VII
DURATION AND COMMENCEMENT**

The Company shall exist perpetually.

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

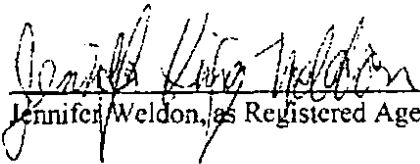
Pursuant to the provisions of the Florida Statutes, Counseling and Wellness Center, PLLC, a Florida limited liability company (the "*Company*"), submits the following statement in designating the registered office/registered agent of the Company in the State of Florida:

1. The name of the Company is Counseling and Wellness Center, PLLC.
2. The name and address of the registered agent and office are Jennifer Weldon, 9838 Old Baymeadows Road #126, Jacksonville, Florida 32256.

ACKNOWLEDGMENT:

Having been named as registered agent and to accept service of process for the 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, as provided for in the Florida Revised Limited Liability Company Act.

DATED: This 13th day of August, 2020.


Jennifer Weldon, as Registered Agent

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