

N00000005079

August 9, 2001

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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
01 AUG 13 AM 9:10

Dear Sir/Madam:

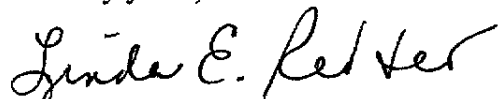
Enclosed please find the Articles of Amendment to Articles of Incorporation for ASSOCIATION FOR PSYCHOLOGICAL SERVICES, INC. (Document No. N00000005079).

The return address is 2910 Village Green Drive, Miami, FL 33175 and the telephone number is 954-438-6365.

Please let me know if you need any additional information.

Thank you.

Sincerely yours,



Linda E. Reiter
Vice President

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Amend.

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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
ASSOCIATION FOR PSYCHOLOGICAL SERVICES, INC.
DOCUMENT NO. N00000005079

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SECRETARY OF STATE
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Pursuant to the provisions of section 617.1006, Florida Statutes, the undersigned Florida nonprofit corporation adopts the following articles of amendment to its articles of incorporation.

FIRST: Amendments adopted:

Article 3 of the Articles of Incorporation shall be amended to state:

Association for Psychological Services, Inc. (hereinafter "Corporation") is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any further federal tax code.

Article 8 will be added as:

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article Second hereof. No substantial part of the activities of the Corporation shall be carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a Corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a Corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Article 9 will be added as:

Upon dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government for public purpose. Any such assets not so disposed of shall be disposed of by Court of Competent Jurisdiction of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations as said Court shall determine, which are organized and operated exclusively for such purposes.

SECOND: The date of adoption of the amendments was: August 8, 2001.

THIRD: The Board of Directors has adopted a resolution setting forth this amendment of the Articles of Incorporation of the corporation. Said resolution was submitted to a vote at a special meeting of all of the members of the corporation entitled to vote thereon. The amendment to the Articles of Incorporation was adopted unanimously by all of the members at such meeting.

FOURTH: This amendment shall be effective upon the filing with the Secretary of State of Florida.

Luis E. Orta, Ph.D.
Luis E. Orta, Ph.D.
President

Date: 8-8-2001