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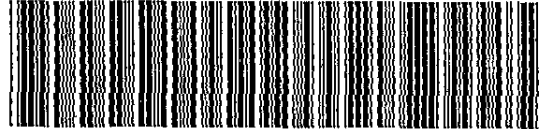
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**Buchanan Ingersoll PC**

ATTORNEYS

Linda L. Fleming  
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SunTrust Financial Centre  
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December 29, 2005

**VIA OVERNIGHT DELIVERY**

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

Re: Articles of Incorporation (2)

Dear Sir or Madam:

We have enclosed the original Articles of Incorporation for:

Family Choices & Solutions, Inc., a Florida corporation; and

Family Resources & Solutions, Inc., a Florida not for profit corporation.

In addition, we have enclosed two checks from this law firm in the amount of \$78.75 each, representing the filing fee of \$35.00, the registered agent designation fee of \$35.00 and \$8.75 for the certified copy charge. Please provide me certified copies of both sets of Articles at your earliest convenience.

If you have any questions or would like to discuss this matter further, please contact me at (813) 222-8199. Thank you for your assistance.

Sincerely,



Linda L. Fleming

Enclosures

cc: Ms. Dianne Couris (w/enclosures)  
James J. Kennedy, III, Esq. (w/enclosures)

**ARTICLES OF INCORPORATION  
OF  
FAMILY RESOURCES & SOLUTIONS, INC.**

FILED  
05 DEC 30 AM 10:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator to these articles of incorporation hereby forms a corporation not for profit under the laws of the State of Florida as follows:

**ARTICLE I**

**Name**

The name of the Corporation is Family Resources & Solutions, Inc. (the "Corporation").

**ARTICLE II**

**Principal Office**

The principal place of business and mailing address of the Corporation shall be 4949 Cross Point Drive, Oldsmar, Florida 34677.

**ARTICLE III**

**Purposes and Powers**

The Corporation is organized and shall be operated exclusively for educational and charitable purposes, including providing low cost counseling to public and private schools.

The Corporation shall have all powers now or hereafter granted by law, and in addition thereto shall have all powers lawfully necessary or required to carry out its purposes and objects. All of the assets or earnings shall be used exclusively for the purposes hereinabove set out, including payment of expenses incidental thereto. No part of the net earnings shall inure to the benefit of any individual, and no part of its activities shall be for the carrying on of propaganda or otherwise attempting to influence legislation.

**ARTICLE IV**

**Members**

The Corporation shall not have members.

**ARTICLE V**

**Directors**

The Corporation shall have three (3) directors initially. The number of directors may be increased or decreased from time to time as specified in the bylaws of the Corporation, provided that the Corporation shall always have at least three (3) directors. The name and address of each

initial director of the Corporation who shall serve until his or her successor is duly elected and qualified are:

Dianne Couris  
4949 Cross Point Drive  
Oldsmar, FL 34677

John Couris  
4949 Cross Point Drive  
Oldsmar, FL 34677

Carol Murphy  
4946 Pointe Circle  
Oldsmar, FL 34677

**ARTICLE VI**  
**Initial Registered Office and Agent**

The street address of the initial registered office of the Corporation is 401 East Jackson Street, Suite 2500, Tampa, Florida 33602 and the name of its initial registered agent at such address is Linda L. Fleming, Esq.

**ARTICLE VII**  
**Incorporator**

The name of the incorporator signing these articles of incorporation is Linda L. Fleming, Esq., and her address is c/o Buchanan Ingersoll PC, 401 East Jackson Street, Suite 2500, Tampa, Florida 33602.

**ARTICLE VIII**  
**Bylaws**

The power to adopt, alter, amend, or repeal bylaws shall be vested in the board of directors of the Corporation.

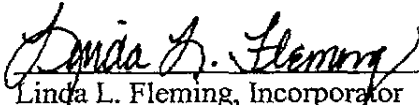
**ARTICLE IX**  
**Amendment**

These articles of incorporation may be amended in the manner provided by law.

**ARTICLE X**  
**Dissolution**

Upon a dissolution of the Corporation, the assets of the Corporation shall be distributed for one or more exempt purposes within the meaning of Sections 501(c)(3) of the Internal Revenue Code of 1986 or corresponding sections of any future Federal tax code, or shall be distributed to the Federal, state, or local government for a public purpose. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the Corporation is then located, exclusively for such purposes.

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation this 29th day of December, 2005.

  
Linda L. Fleming, Incorporator

**ACCEPTANCE BY REGISTERED AGENT**

Having been named as registered agent and to accept service of process for the Corporation, at the place designated as the registered office, 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 duties and obligations of my position as registered agent.

Dated this 29th day of December, 2005.

  
Linda L. Fleming, Registered Agent

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CLERK OF STATE  
TALLAHASSEE, FLORIDA