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Florida Department of State

Division of Corporations **Public Access System** Katherine Harris, Secretary of State

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To:

Division of Corporations

Fax Number : (850) 922-4001

Account Name : EMPIRE CORPORATE KIT COMPANY

Account Number : 072450003255

Phone : (305)541-3694 Fax Number : (305)541-3770

FLORIDA PROFIT CORPORATION OR P.A.

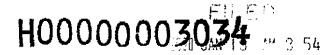
A C ROUCO P.A

Certificate of Status	0
Certified Copy	11
Page Count	05
Estimated Charge	\$78.75

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ARTICLES OF INCORPORATION SECRETARY OF STATE

2)

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following articles of incorporation:

ARTICLE ONE

The name of the corporation is

A C Rouco P.A.

ARTICLE TWO

The duration of the corporation is perpetual.

ARTICLE THREE

The general purposes for which the corporation is organized are:

- To engage in the business of Licensed Clinical Social Work
- To transact any other lawful business for which corporations may be incorporated under the Plorida General Corporation Act.
- To do such other things as are incidental to the foregoing or necessary
 or desirable in order to accomplish the foregoing.

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ARTICLE FOUR

The aggregate number of shares which the corporation is authorized to issue is 100. Such shares shall be of a single class, and shall be \$ 5.00 par value.

ARTICLE FIVE

The corporation is authorized to issue only one class of stock, and all issued stock shall be held of record by not more than ten persons. Stock shall be issued and transferable only to natural persons.

ARTICLE SIX

No stockholder shall have the right to sell, assign, pledge, transfer, devise, or otherwise dispose of any of the share of the corporation without first offering such shares for sale to the corporation at the net asset value thereof.

ARTICLE SEVEN

The street address of the initial principal office of the corporation is 980 NW North River Drive, # 130

Miami, FL 33136

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ARTICLE EIGHT

The number of directors constituting the initial board of directors of the corporation is one. The name and address of each person who is to serve as a member of the initial board of directors is:

NAME

ADDRESS

Ana C. Rouco President/Secretary

980 NW North River Drive, # 130 Miami, FL 33136

ARTICLE NINE

A unanimous vote of directors for effective director action is required at all directors meetings.

ARTICLE TEN

The name and address of each incorporator is:

NAME

ADDRESS

Ana C. Rouco

980 NW North River Drive, # 130

Miami, FL 33136

Executed by the undersigned at Miami, Florida on January 18, 2000.

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CERTIFICATE DESIGNATING (OR CHANGING) PLACE OF BUSINESS OR TARY OF STATE DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMINGESEE, FLORIDA AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 607.34 Florida Statutes, the following is submitted, in compliance with said Act:

First-That A C Rouco P.A. desiring to organize under the laws of the State of Florida with its principal office, as indicated in the articles of incorporation at the City of Miami, County of Miami-Dade, State of Florida has named Ana C. Rouco located at 980 NW North River Drive, #130, City of Miami County of Miami-Dade State of Florida, as its agent to accept service of process within this State.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above stated corporation, at place designated in the certificate. I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.