

P00000018154

Law Offices  
ROGER C. LAMBERT, P.A.  
2247 Palm Beach Lakes Blvd.  
Suite 237  
West Palm Beach, FL 33409

(561) 686-3040

Fax (561) 688-0407

February 14, 2000

Secretary of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, Florida 32399

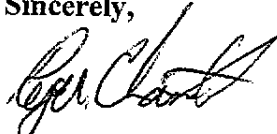
100003137801--0  
-02/16/00--01085--005  
\*\*\*\*125.00 \*\*\*\*\*78.75

Re: Gisela E. Goff, P.A.

Gentlemen:

Enclosed please find the Articles of Incorporation and my check for \$125.00 in payment of your fees. Please file the Articles and return them to me as soon as conveniently possible.

Sincerely,



Roger C. Lambert

FILED  
00 FEB 16 PM 12:42  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

2-16-00

ARTICLES OF INCORPORATION  
OF  
GISELA E. GOFF, P.A..

FILED  
00 FEB 16 PM 12:43  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned hereby executes and acknowledges these Articles of Incorporation in order to organize and incorporate a business for profit under the corporate name of Gisela E. Goff, P.A. at the initial business address of 1312 Sycamore Terrace, Boca Raton, Florida 33486.

ARTICLE I - PURPOSES AND OBJECTS

The corporation is formed pursuant to the Professional Services Corporation Act and for the purposes and objects of rendering professional services to the public that a duly licensed mental health counselor is authorized to render. The corporation may engage in the aforementioned business or specific profession and in any other transaction or business permitted under the laws of the State of Florida or the United States.

ARTICLE II- DURATION

The duration of the corporation shall be perpetual. Corporate existence shall commence upon the filing of the Articles of Incorporation with the Department of State provided that all the requirements of the law are met.

ARTICLE III- REGISTERED OFFICE- AGENT

The name of the Registered Agent is Gisela E. Goff, and the street address of the registered agent is 1312 Sycamore Terrace, Boca Raton, Florida 33486. The principal office and mailing address is the same as the registered agent address.

ARTICLE IV- NUMBER OF DIRECTORS

The corporation shall have one director constituting the original board of directors. The number of directors may be increased or decreased from time to time by the by-laws. The name and address of the initial board is:

NAME: Gisela E. Goff

ADDRESS: 1312 Sycamore Terrace, Boca Raton Florida, 33486.

ARTICLE V- SHARES

The aggregate number of shares which the corporation shall have to issue is 1,000, all of which shall be common shares with par value of \$1.00.

ARTICLE VI- INCORPORATORS

The name and address of each person signing these Articles is:

NAME: Gisela E. Goff

ADDRESS: 1312 Sycamore Terrace, Boca Raton, Florida 33486

ARTICLE VII-BROADEST POWERS:  
INCORPORATION BY REFERENCE

The corporation shall have the power to do any and all things necessary, suitable, convenient, or proper for the accomplishment of any the purposes or the attainment of any of the objects enumerated, or which at any time appear conducive or expedient for the protection or benefit of the corporation, either as holders of, or interested in, any property or otherwise, with all the powers now or hereafter conferred by the laws of this State upon corporations incorporated hereunder.

Articles VIII- AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or amendment thereto, and any right conferred upon the shareholders as subject to this reservation.


ARTICLE IX- BYLAWS

The power to adopt, alter amend or repeal the Bylaws shall be vested in the Board of Directors.

ARTICLE X- INDEMNIFICATION

The Corporation shall indemnify any officer, director or any former officer or director to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this \_\_\_\_ day of February, 2000.

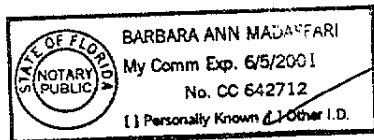
  
Gisela E. Goff

STATE OF FLORIDA )

COUNTY OF PALM BEACH )

SS:

The foregoing instrument was acknowledged before me this 9 day of February, 2000, by Gisela E. Goff, who is personally known to me and who did take an oath.



*Barbara Madanfari*  
\_\_\_\_\_  
Notary Public

My commission expires:

Gisela E. Goff, having been designated to act as Registered Agent, hereby agrees to act in this capacity.

*Gisela E. Goff*  
\_\_\_\_\_  
Gisela E. Goff