Charter Number Only

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3/

Timothy K. Mahon

Requestor's Name

2929 E Commercial Blvd PhE

Address

Fort Lauderdale FL 33308

City State ZIP Phone

(954)491-1800 H

VALIDATION ONLY

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*****78.75 *****78.75

CORPORATION(S) NAME

Workplace Counseling Services, Inc.

RECEIVED
00 MAR 22 AM 9:58
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Empire Toll Free: 1-800-432-3028

(✓) Profit
( ) ~~NonProfit~~ ( ) Amendment ( ) Merger

( ) Foreign ( ) Dissolution ( ) Mark

( ) Limited Partnership ( ) Annual Report ( ) Other
( ) Reinstatement ( ) Reservation ( ) Change of Registered Agent

(✓) Certified Copy ( ) Photo Copies ( ) Certificate Under Seal

(✓) Call When Ready ( ) Call If Problem ( ) After 4:30
( ) ~~Walk In~~ ( ) Will Wait (✓) Pick Up ( ) Mail Out

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Name Availability	
Document Examiner	
Updater	3/22
Verifier	
Acknowledgment	
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certified copy

CR2E031 (R8-85)

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00 MAR 22 AM 10: 03

SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION

OF

Workplace Counselling Services, Inc.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I

The name of the corporation is: Workplace Counselling Services, Inc.

ARTICLE II

The corporation will engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE III

The corporation is authorized to have outstanding one class of stock designated as common stock. The maximum number of shares of common stock which the corporation is authorized to have outstanding is 5,000 shares at par value of $0.10 per share. Holders of the common stock are entitled to vote on all questions required by law as the basis of one vote per share and there shall be no cumulative voting. Holders of the common stock shall not have pre-emptive rights to subscribe to the corporation's securities.

ARTICLE IV

The amount of capital with which the corporation shall begin business shall not be any less than $500.00.

ARTICLE V

The corporation shall have perpetual existence.

ARTICLE VI

The initial street address of the principal office of the corporation, in the State of Florida is 7961 Arlington Expressway
Jacksonville, Florida 32211

The board of directors may, from time to time, move the principal office to any other address.

ARTICLE VII

The corporation shall have one director initially. The number of directors may be increased or diminished from time to time by the By Laws adopted by the stockholders, but there shall always be at least one director.

To the extent permitted by law, the corporation shall indemnify and hold harmless each person who shall serve as a director of the corporation, and each person who serves at the request of the corporation as a director or officer of any other corporation, from and against any and all claims and liabilities to which such person shall become subject by reason of his being a director or officer of the corporation, or by reason of any action alleged to have been taken or omitted by him as a director or officer. The corporation shall reimburse each such person for all costs, legal and other expenses reasonably incurred by him in connection with any claim or liability as to which it shall be adjudged that such officer is liable to the extent permitted by law.

No contract or other transaction between this corporation and any other firm or corporation, and no act of this corporation shall in any way be affected or invalidated by the fact that any of the directors of the corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other firm or corporation, provided that the fact he is so interested shall be disclosed or shall have been known to the Board of Directors or such members thereof as shall be present at any meeting of the Board at which action upon any such contract or transaction shall be taken and any director of the corporation who is also a director or officer of such other corporation, or is so interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of the corporation which shall authorize any such contract or transaction, with the like force and effect as if he were not a director or officer of such other corporation or not so interested.

ARTICLE VIII

The name and post office address of the members of the first Board of Directors and the officers who shall hold office for the first year of existence of the corporation, or until their successors are elected or appointed and have qualified, are as follows:

DIRECTOR

Mehulkumar R. Patel, President/Secretary
7961 Arlington Expressway
Jacksonville, FL 32211

OFFICERS

Mehulkumar R. Patel, President/Secretary
7961 Arlington Expressway
Jacksonville, FL 32211

ARTICLE IX

This corporation shall designate TIMOTHY K. MAHON, with offices located at 2929 East Commercial Boulevard, Penthouse "E", Fort Lauderdale, Florida 33308 as its duly authorized registered agent to be in charge of the corporation registered office as required by law.

ARTICLE X

The name and address of the incorporator subscribing to these Articles is: TIMOTHY K. MAHON, 2929 East Commercial Boulevard, Penthouse "E", Fort Lauderdale, FL 33308.

ARTICLE XI

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by it to the stockholders, and approved at the stockholders' meeting by a majority of the stock entitled to vote thereon unless all of the directors and all of the stock holders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned has set his hand and seal at Fort Lauderdale, Broward County, Florida this 21 day of MARCH, 2000.

Timothy K. Mahon

TIMOTHY K. MAHON
2929 East Commercial Boulevard
Penthouse "E"
Fort Lauderdale, Florida 33308

STATE OF FLORIDA

COUNTY OF BROWARD

I HEREBY CERTIFY that on this day, personally appeared before me, a notary public duly authorized to take acknowledgments, TIMOTHY K. MAHON, to me known to be the person who executed the above and foregoing Articles of Incorporation, for the purpose therein described.

WITNESS my hand and official seal at Fort Lauderdale, Broward County, Florida the 21 day of March, 2000.

NOTARY PUBLIC STATE OF FLORIDA
Lois A. Duncan
Commission # CC 764009
Expires Sep. 12, 2002
BONDED THRU
ATLANTIC BONDING CO., INC.

Lois A Duncan

Notary Public, State of Florida, at Large

LOIS A DUNCAN

(print name)

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In compliance with Section 48.091, Florida Statutes the following is submitted:

That Workplace Counselling Services, Inc. desiring to qualify under the laws of the State of Florida, with its principal office at 7961 Arlington Expressway, Jacksonville, Florida 32211 hereby designates TIMOTHY K. MAHON, 2929 East Commercial Boulevard, Penthouse "E", Fort Lauderdale, Florida 33308, as its agent to accept service of process within Florida.

Having been named to accept service of process for the above named corporation, at the place designated in the Articles of Incorporation and this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Dated this 21 day of MARCH, 2000.

Timothy K. Mahon
TIMOTHY K. MAHON

FILED
00 MAR 22 AM 10:03
SECRETARY OF STATE
TALLAHASSEE FLORIDA