



GROUP
financial planning corporation

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07/07/2000

Florida Department of State
Corporate Records
P. O. Box 6327
Tallahassee, Florida 32301

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-07/10/00--01099--017
***122.50 ***78.75

Re: Incorporation Application - CELPA ALTERNATIVE CENTER, INC.

Attached are the Articles of Incorporation for the above
referenced Corporation and the necessary filing fees as follows:

| | |
|----------------------------------|----------|
| Filing fees: | \$35.00 |
| Designation of Registered Agent: | \$35.00 |
| Certified Copy: | \$52.50 |
| | ----- |
| | \$122.50 |
| | ===== |

Please send the certified copy of the articles to the address
below.

Sincerely,

James N. Mower
President

FILED
00 JUL 10 AM 9:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

7-12
WAC

ARTICLES OF INCORPORATION

OF

CELPA ALTERNATIVE CENTER, INC.

FILED
00 JUL 10 AM 9:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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. NAME AND ADDRESS

The name and principal address of the corporation shall be:

CELPA ALTERNATIVE CENTER, INC.

2702 Tampa Bay Blvd.
Tampa, Florida 33607

ARTICLE II. NATURE OF BUSINESS

The corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 7,500 shares of common stock having a par value of \$1 per share.

ARTICLE IV. REGISTERED AGENT ADDRESS

The street address of the initial registered office of the corporation shall be:

2702 Tampa Bay Blvd.
Tampa, Florida 33607

The name and written acceptance of the initial registered agent of the corporation at that address is as follows:

"I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation."

Luis O. Celpa, A.P.
Luis O. Celpa

ARTICLE V. TERM OF EXISTENCE

The corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

The corporation shall have two directors, initially. The name and street address of the initial members of the Board of Directors are:

Director Luis O. Celpa
2702 Tampa Bay Blvd.
Tampa, Florida 33607

Director Claudia P. Celpa
2702 Tampa Bay Blvd.
Tampa, Florida 33607

ARTICLE VII. OFFICERS

The name and address of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

President Luis O. Celpa
2702 Tampa Bay Blvd.
Tampa, Florida 33607

Secretary Claudia P. Celpa
2702 Tampa Bay Blvd.
Tampa, Florida 33607

ARTICLE VIII. SUBSCRIBER

The name and street address of the subscriber to these Articles of Incorporation is:

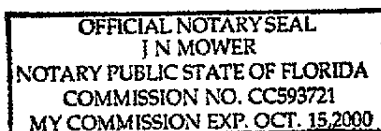
Luis O. Celpa
2702 Tampa Bay Blvd.
Tampa, Florida 33607

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this 6th day of July, 2000.

Luis O. Celpa A.P.

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 6th day of July, 2000.



[Signature]
Notary Public, State of Florida