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Florida Department of State  
Division of Corporations  
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Katherine Harris, Secretary of State

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To:  
Division of Corporations  
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## EFFECTIVE DATE

10-4-00

From:  
Account Name : CORPORATE CREATIONS INTERNATIONAL INC.  
Account Number : 110432003053  
Phone : (305) 672-0686  
Fax Number : (305) 672-9110

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TALLAHASSEE FLORIDA

## FLORIDA PROFIT CORPORATION OR P.A.

Devon I. Carpenter, Psy.D., P.A.

Certificate of Status	1
Certified Copy	0
Page Count	03
Estimated Charge	\$78.75

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Corporate Filing

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EFFECTIVE DATE

10-4-00

## ARTICLES OF INCORPORATION

### Article I. Name

The name of this Florida corporation is:  
Devon I. Carpenter, Psy.D., P.A.

The Corporation is being formed for the practice of psychology and all other activities permitted under applicable law.

### Article II. Address

The Corporation's mailing address is:  
Devon I. Carpenter, Psy.D., P.A.  
2625 S.E. 6th Street  
Pompano Beach FL 33062

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### Article III. Registered Agent

The name and address of the Corporation's registered agent is:  
Rossz Fin Corporation  
201 South Biscayne Boulevard  
Suite 850  
Miami FL 33131

### Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:  
Devon I. Carpenter, Psy.D.

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

Michelle Primeau | FL Bar Member 907286  
Cohen | Fox P.A.  
201 South Biscayne Boulevard  
Suite 850  
Miami FL 33131-4332  
305-702-3000  
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Article V. Capital Stock

The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.01 per share.

Article VI. Incorporator

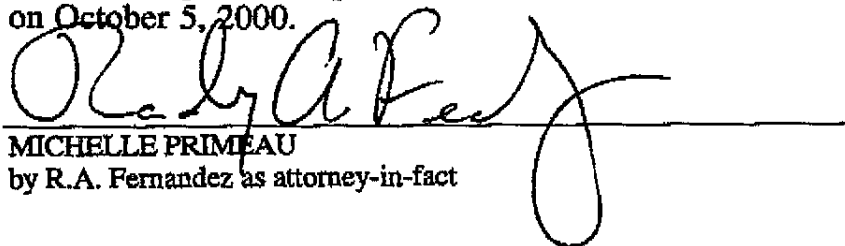
The name and address of the incorporator is:

Michelle Primeau  
Cohen | Fox P.A.  
201 South Biscayne Boulevard  
Suite 850  
Miami FL 33131-4332

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on October 4, 2000.

The undersigned incorporator executed these Articles of Incorporation on October 5, 2000.



MICHELLE PRIMEAU  
by R.A. Fernandez as attorney-in-fact

Michelle Primeau | FL Bar Member 907286  
Cohen | Fox P.A.  
201 South Biscayne Boulevard  
Suite 850  
Miami FL 33131-4332  
305-702-3000  
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**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/OFFICE**

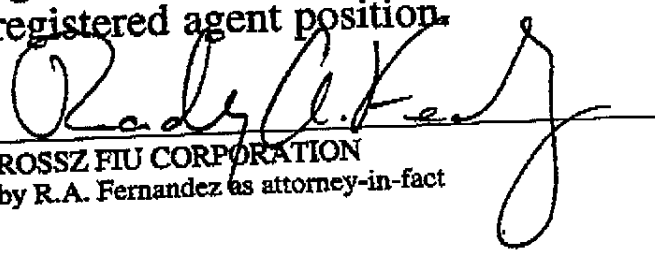
**CORPORATION:**

Devon I. Carpenter, Psy.D., P.A.

**REGISTERED AGENT/OFFICE:**

Rossz Fiu Corporation  
201 South Biscayne Boulevard  
Suite 850  
Miami FL 33131

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

  
ROSSZ FIU CORPORATION  
by R.A. Fernandez as attorney-in-fact

Date: October 5, 2000

Michelle Primeau | FL Bar Member 907286  
Cohen | Fox P.A.  
201 South Biscayne Boulevard  
Suite 850  
Miami FL 33131-4332  
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