

Division of Corporations

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To:  
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From:  
Account Name : FILINGS, INC.  
Account Number : 072720000101  
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## FLORIDA PROFIT CORPORATION OR P.A.

## JCR COUNSELING SERVICES, INC.

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$70.00

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ARTICLES OF INCORPORATION  
of  
JCR Counseling Services, Inc.

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Article 1: Name

The name of the corporation will be JCR Counseling Services, Inc.

Article 2: Purpose of Corporation

This Corporation may engage in any activity or business venture permitted under the laws of the United States of America and the State of Florida.

Article 3: Terms of Existence

This Corporation shall have perpetual existence.

Article 4: Principal Office

This Corporation's initial principal office is 6307 SW 32 Street, Miramar, FL 33023, and the mailing address is the same.

Article 5: Officers

The Officers of the Corporation shall be:

President/Treasurer: JUANITA CONNER-RAINES

Secretary: JUANITA CONNER-RAINES

Article 6: Directors

This Corporation shall have one director initially: JUANITA CONNER-RAINES

6307 SW 32 Street

Miramar, FL 33023

Article 7: Corporate Capitalization

7.1 The stock of this Corporation shall be known as Common Stock.

7.2 The Corporation is authorized to have outstanding at any time a maximum of 750 shares of common stock, each having \$1.00 par value. The Board may chose to, at any time and without reason, issue stock for an amount greater than the stated par value.

PREPARED BY: Jacquelyn L. Wooden, Esq. - Fla Bar No. 078123  
99 NW 183 Street, Ste. 234, Miami, Florida 33169, (305) 770-1612

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**Article 8: Preemptive Rights**

The Corporation, JCR Counseling Services, Inc., elects to have preemptive rights. A shareholder may waive his or her preemptive rights upon written notice to the Board. Such waiver is irrevocable.

This election has the legal effect of granting the shareholders a preemptive right on uniform terms and conditions prescribed by the Board, to acquired proportional amounts of unissued shares after the Board decides to issue new shares. This provision is to protect Shareholders from dilution of their proportionate, control and value of the stock of this Corporation.

**Article 9: Sub-Chapter S Corporation**

The Corporation may elect to be an S Corporation, as provided in Sub-Chapter S of the Internal Revenue Code, section 1362, and as amended.

**Article 10: Registered Agent**

The undersigned individual is the Registered Agent for the Corporation for service of process in Florida on behalf of the Corporation.

Registered Agent: Jacquelyn L. Wooden, Esq.  
Address: 99 NW 183 Street, Ste. 234, Miami, FL 33169

**Article 11: Incorporators**

The name and address of the Incorporator is as follows:

JUANITA CONNER-RAINES  
6307 SW 32 Street, Miramar, FL 33023

**Article 12: Amendment**

These Articles of Incorporation may be amended in any manner consistent with the laws of the State of Florida.

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**ACKNOWLEDGMENT OF THE INCORPORATOR**

I hereby acknowledge and sign these Articles of Incorporation and submit same to the Florida Division of Corporations for official filing.

By: Juanita Conner-Raines  
JUANITA CONNER-RAINES

**ACCEPTANCE OF REGISTERED AGENT**

Having been named as Registered Agent of the Corporation, JCR Counseling Services, Inc., at the place designated in the Articles of Incorporation, I, JACQUELYN L. WOODEN, ESQ., hereby accept to act in this capacity and agree to comply with the provisions of the Florida Statutes pertaining to the duties and responsibilities of a Registered Agent.

Duly executed this 29 day of November, 2000 in Miami-Dade County, Florida.

By: Jacquelyn L. Wooden, Esq.  
Jacquelyn L. Wooden, Esq.

STATE OF FLORIDA

COUNTY OF MIAMI-DADE

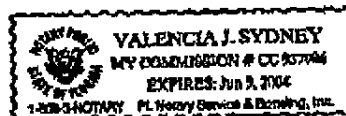
Sworn to and subscribed before me, this Certificate, to be executed for the purposes expressed herein by JUANITA CONNER-RAINES, and Jacquelyn L. Wooden, Esq., as Registered Agent, this 29<sup>th</sup> day of November, 2000.

Personally known to me OR Produced FL. Driver's License as identification. 8520-437-64-823-0

Valencia J. Sydney  
Signature of Notary Public

{SEAL}

Valencia J. Sydney  
Printed Name of Notary Public



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