

Charter Number Only

P01000022725

RECEIVED  
01 FEB 27 AM 8:52  
DIVISION OF CORPORATION

VISION ONLY

900003782159-1-0  
-02/27/01-01026-003  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

CORPORATION(S) NAME

Alpha Counseling Services, Inc.

FILED  
01 MAR -5 PM 12:06  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

Empire TollFree: 1-800-432-3028

<input checked="" type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> NonProfit	<input type="checkbox"/> Dissolution	<input type="checkbox"/> Mark
<input type="checkbox"/> Foreign	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Reservation	<input type="checkbox"/> Change of Registered Agent
<input type="checkbox"/> Reinstatement	<input type="checkbox"/> Photo Copies	<input type="checkbox"/> Certificate Under Seal
<input type="checkbox"/> Certified Copy	<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> After 4:30	<input type="checkbox"/> Mail Out
<input checked="" type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up

Name	
Availability	
Document	
Examiner	
Updater	
Verifier	
Acknowledgment	
W.P. Verifier	

W01-4527  
PA 2/27/01



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

February 27, 2001

EMPIRE

SUBJECT: ALPHA COUNSELING SERVICES, INC.  
Ref. Number: W01000004527

We have received your document for ALPHA COUNSELING SERVICES, INC. and check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

**Adding "of Florida" or "Florida" to the end of a name is not acceptable.**

If you have any further questions concerning your document, please call (850) 487-6915.

Pamela Hall  
Document Specialist

Letter Number: 701A00012395

RECEIVED  
01 MAR -5 AM 10:05  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

## ARTICLES OF INCORPORATION

### ARTICLE I-NAME

The name of this Corporation shall be **WELLSPRING COUNSELING SERVICES, INC.**

### ARTICLE II-DURATION

The Corporation shall have perpetual existence commencing upon the date of filing of these Articles with the Department of State.

### ARTICLE III-PURPOSE

The Corporation is formed for the purpose of transacting any and all lawful business.

### ARTICLE IV-CAPITAL STOCK

The Corporation is authorized to issue Five Thousand (5000) shares of Common Stock with a par value of ten (\$10.00) Dollars each share, such shares to be designated as "Common Shares".

### ARTICLE V-PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this Corporation, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

### ARTICLE VI-INITIAL REGISTERED AGENT AND CORPORATE OFFICE

The street address of the initial registered office of this Corporation is 16899 B NE 15 AVENUE NO. MIAMI BEACH, FL. 33162 and the name of the initial registered agent at that address is BARBARA SAVINO

### ARTICLE VII-INITIAL BOARD OF DIRECTORS

This Corporation shall have ONE (1) Director constituting the initial Board of Directors. The number of Directors of the Corporation may be increased or decreased from time to time by the by-laws, however, there shall never be less than one (1) Director nor more than three (3) Director. The name and address of the initial Board of Directors of the Corporation is:

BARBARA SAVINO  
16899 B NE 15 AVENUE  
NO. MIAMI BEACH, FL. 33162

### ARTICLE VIII-INCORPORATORS

The name and address of the Person(s) signing these Articles of Incorporation is

BARBARA SAVINO  
16899 B NE 15 AVENUE  
NO. MIAMI BEACH, FL. 33162

FILED  
01 MAR -5 PM 12:06  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

## ARTICLE IX-INDEMNIFICATION

The Corporation shall indemnify any officer or Director or any former Officer or Director to the full extent permitted by-law.

## ARTICLE X-AMENDMENT

The Corporation reserves the right to amend or Repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by vote of the majority of the Board of Directors, and any right conferred to shareholders of the Corporation is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporators have executed these Articles of Incorporation this 26 day of FEB 2001

  
BARBARA SAVINO  
INCORPORATOR

STATE OF FLORIDA  
COUNTY OF MIAMI-DADE

BEFORE ME, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared BARBARA SAVINO, known to be and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledges before me that he executed said articles of Incorporation.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this 26th day of FEB 2001

  
NOTARY PUBLIC

My Commission Expires:



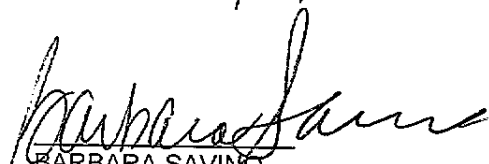
FELICIA MARTIN  
COMMISSION # CC 637149  
EXPIRES APR 9, 2001  
BONDED THRU  
ATLANTIC BONDING CO., INC.

CERTIFICATE DESIGNATING REGISTERED AGENT AND  
PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE  
OF PROCESS WITHIN FLORIDA, AND ACCEPTANCE OF AGENT  
UPON WHOM PROCESS MAY BE SERVED

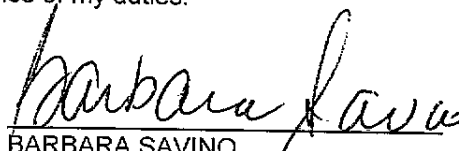
In compliance with Sections 48.091 and 607.034, Florida Statutes, the following is submitted:

FIRST that ~~WELLSPRING COUNSELING SERVICES, INC.~~<sup>INC.</sup>, desiring to organize under the laws of Florida, with its principal place of business AT 16899 B NE 15 AVENUE NO. MIAMI BEACH, FL. 33162, has named BARBARA SAVINO, located at 16899 B NE 15 AVENUE, NO. MIAMI BEACH, FL. 33162 as its agent to accept service of process within Florida.

Dated: 2/26/01

  
BARBARA SAVINO  
INCORPORATOR

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

  
BARBARA SAVINO  
Resident Agent

**FILED**  
01 MAR -5 PM 12:06  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA