

# P010000022809

CT CORPORATION SYSTEM

CORPORATION(S) NAME

Hillary Sorokoff, PH.D., P.A.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

01 MAR -5 PM 1:47

APPROVED  
AND  
FILED

500003798075--7

03/05/01 01078 013

\*\*\*\*\*70.00 \*\*\*\*\*70.00

<input checked="" type="checkbox"/> Profit - Articles	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> Nonprofit		
<input type="checkbox"/> Foreign	<input type="checkbox"/> Dissolution/Withdrawal	<input type="checkbox"/> Mark
	<input type="checkbox"/> Reinstatement	
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input type="checkbox"/> LLC	<input type="checkbox"/> Name Registration	<input type="checkbox"/> Change of RA
	<input type="checkbox"/> Fictitious Name	<input type="checkbox"/> UCC
<input type="checkbox"/> Certified Copy	<input type="checkbox"/> Photocopies	<input type="checkbox"/> CUS
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem	<input type="checkbox"/> After 4:30
<input checked="" type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up
<input type="checkbox"/> Mail Out		

Name \_\_\_\_\_  
Availability \_\_\_\_\_  
Document \_\_\_\_\_  
Examiner \_\_\_\_\_  
Updater \_\_\_\_\_  
Verifier \_\_\_\_\_  
W.P. Verifier \_\_\_\_\_

3/5/01

Order#: 374829

Ref#: \_\_\_\_\_

Amount: \$ \_\_\_\_\_

NOT INTENDED  
TO ACKNOWLEDGE  
SUFFICIENCY OF FILING

2001 MAR -5 AM 11:54

RECEIVED  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS

660 East Jefferson Street  
Tallahassee, FL 32301  
Tel. 850 222 1092  
Fax 850 222 7615

ARTICLES OF INCORPORATION  
OF  
HILLARY SOROKOFF, PH.D, P.A.

The undersigned, acting as incorporator of HILLARY SOROKOFF, PH.D, P.A., a professional service corporation for the practice of psychology services, under the Professional Service Corporation Act, adopts the following Articles of Incorporation.

ARTICLE I. NAME

The name of the professional service corporation is:

HILLARY SOROKOFF, PH.D, P.A.

ARTICLE II. ADDRESS

The mailing address of the professional service corporation is:

403 Lakeview Drive, Suite 203  
Weston, Florida 33326

ARTICLE III. COMMENCEMENT OF EXISTENCE

The existence of the professional service corporation will commence on the date of filing of these Articles of Incorporation.

ARTICLE IV. PURPOSE

The professional service corporation is organized for the following purposes:

- (a) to engage in the practice of psychology services through its officers, employees, and agents who are duly licensed or otherwise legally authorized to render those professional services within the State of Florida;
- (b) to invest its funds in stocks, bonds, mortgages, real estate, and any other type of investment;
- (c) to own real and personal property necessary for rendering the professional legal services; and
- (d) to engage in any other activities in which professional service corporations engaging in the practice of law are permitted to conduct under the laws of the United States and Florida.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

01 MAR -5 PM 1:47

APPROVED  
AND  
FILED

#### ARTICLE V. AUTHORIZED SHARES

The maximum number of shares that the professional service corporation is authorized to have outstanding at any time is 100 shares of common stock having a par value of \$1.00 per share. The board of directors shall fix the consideration to be given for each share, which must have a value not less than the par value of a share and can be paid wholly or partially in cash or other property, tangible or intangible, or in labor or services actually performed for the professional service corporation. The professional service corporation shall not issue shares of common stock to anyone who is not duly licensed or otherwise legally authorized to practice law in the State of Florida. The professional service corporation has the right to purchase or otherwise acquire shares of its common stock to the extent provided by law, its bylaws, or any written agreement duly executed by the professional service corporation. Each share of the common stock is subject to any stock transfer restrictions contained in its bylaws.

#### ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the professional service corporation is 403 Lakeview Drive, Suite 203, Weston, Florida 33326, and the name of the professional service corporation's initial registered agent at that address is Hillary Sorokoff.

#### ARTICLE VII. INITIAL BOARD OF DIRECTORS

The professional service corporation shall have one director initially. The number of directors may be either increased or diminished from time to time, as provided in the bylaws, but shall never be less than one. The name and street address of the initial director is:

<u>Name</u>	<u>Address</u>
Hillary Sorokoff	403 Lakeview Drive, Suite 203 Weston, Florida 33326

#### ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator is:

<u>Name</u>	<u>Address</u>
Hillary Sorokoff	403 Lakeview Drive, Suite 203 Weston, Florida 33326

The incorporator of this professional service corporation assigns to this professional service corporation her rights under Sections 607.0201 and 621.05, Florida Statutes, to constitute a professional service corporation, and she assigns to those persons designated by the board of directors any rights she may have as incorporator to acquire any of the capital stock of this

professional service corporation. This assignment becoming effective on the date corporate existence begins.

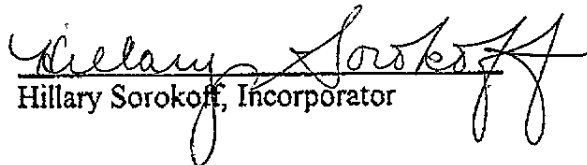
#### ARTICLE IX. BYLAWS

The power to adopt, alter, amend, or repeal bylaws shall be vested in the board of directors and the shareholders, except that the board of directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that the bylaw is not subject to amendment or repeal by the directors.

#### ARTICLE X. AMENDMENTS

The professional service corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation.

The undersigned incorporator, for the purpose of forming a professional service corporation under the laws of the State of Florida, has executed these Articles of Incorporation this 22nd day of February, 2001.

  
Hillary Sorokoff, Incorporator

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

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:

That HILLARY SOROKOFF, PH.D, P.A., desiring to organize under the laws of the State  
of Florida with its initial registered office, as indicated in the Articles of Incorporation, at 403  
Lakeview Drive, Suite 203, City of Weston, State of Florida, has named Hillary Sorokoff, as its  
agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the professional service corporation  
named above, at the place designated in this certificate, I agree to act in that capacity, to comply  
with the provisions of the Florida Business Corporation Act, and am familiar with, and accept, the  
obligations of that position.

  
Hillary Sorokoff, Registered Agent

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

01 MAR -5 PM 1:47

APPROVED  
AND  
FILED