

TRANSMITTAL LETTER

P02000027841

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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-03/07/02--01040--018
*****131.25 *****87.50

SUBJECT: Total Speech Services, Incorporated
(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for:

- \$70.00
Filing Fee
- \$78.75
Filing Fee
& Certificate
- \$122.50
Filing Fee
& Certificate Copy
- \$131.25
Filing Fee,
Certified Copy
& Certificate

FROM: Delia M. Troncoso
Name (printed or typed)

2401 Huntington Blvd.
Address

Safety Harbor, Florida 34695
City, State & Zip

(727) 641-4461
Daytime Telephone number

FILED
 02 MAR -7 AM 7:35
 SECRETARY OF STATE
 TALLAHASSEE FLORIDA

03-11-02
5

NOTE: Please provide the original and one copy of the articles.

**Articles of Incorporation
for
Total Speech Services, Inc.**

Delia M. Troncoso incorporator, the undersigned, hereby organizes for the purpose of becoming a Corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the said State of Florida, providing for the formation, rights, privileges, immunities, and liabilities of Corporations for profit.

ARTICLE I - NAME

The name of the Corporation shall be *Total Speech Services, Inc.*

ARTICLE II - DURATION

This Corporation shall exist perpetually, commencing on the date of execution and acknowledgment of these Articles.

ARTICLE III - PURPOSE

The Corporation may engage in any activity or business under the laws of the United States and State of Florida's General Corporation Act.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue Ten (10) shares of One Dollar and no cents (\$1.00) par value common stock, which should be designated "Common Shares".

ARTICLE V - CAPITAL

The amount of capital with which the corporation will begin business shall be One Hundred Dollars and no cents (\$100.00).

ARTICLE VI - INITIAL PRINCIPAL OFFICE AND AGENT

The street address of the initial principal office of this Corporation is *2401 Huntington Blvd., Safety Harbor, Florida 34695*. The name and address of the initial registered agent of this Corporation is *Delia M. Troncoso, 2401 Huntington Blvd., Safety Harbor, Florida 34695*.

ARTICLE VII - DIRECTORS

This Corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by a majority vote of the stockholders, but it shall never be less than one (1).

ARTICLE VIII - ADDRESSES

The name and street address of the member of the first Board of Directors is as follows:

*Delia M. Troncoso
2401 Huntington Blvd.
Safety Harbor, Florida 34695*

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ARTICLE IX - INCORPORATORS

*Delia M. Troncoso
2401 Huntington Blvd.
Safety Harbor, Florida 34695*

This Corporation will be involved in the business of providing Speech Therapy Services.

ARTICLE X - BYLAWS

The power to adopt, alter, amend, or repeal bylaws shall be vested in the Board of Directors and the Shareholders.

ARTICLE XI - RESTRICTIONS ON TRANSFER OF STOCK

Shares of capital stock of this Corporation shall be issued initially to the following person in the amounts set opposite her name:

Delia M. Troncoso

10 Shares

ARTICLE XII - ADOPTION OF BYLAWS

A special meeting of the subscribers, or their assigns, shall be held, upon the call of the president, for the purpose of completing the organization of the Corporation and the adoption of the bylaws, and the transaction of such other business as may come before the meeting.

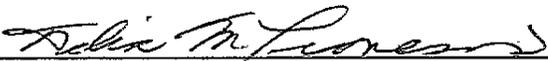
ARTICLE XIII - AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholder is subject to this reservation.

ARTICLE XIV - TERMS OF ISSUING STOCK

Stock to be issued pursuant to these Articles of Incorporation shall be issued under the terms, provisions, and conditions of Section 1244 of the Internal Revenue Code.

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed my seal to these Articles of Incorporation on this the 4th day of March of the year of Our Lord 2002.



Delia M. Troncoso

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

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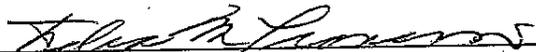
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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

That *Total Speech Services, Inc.*, desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at *2401 Huntington Blvd., City of Safety Harbor, County of Pinellas, State of Florida*, has named *Delia M. Troncoso, 2401 Huntington Blvd., Safety Harbor, Florida 34695* as its principal agent to accept service of process within this State.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above stated Corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

By: 
Registered Agent