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Florida Department of State  
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TALLAHASSEE, FLORIDA

**FLORIDA PROFIT CORPORATION OR P.A.**

**STEPHANIE J. HARRIS & ASSOCIATES, P.A.**

Certificate of Status	0
Certified Copy	1
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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

March 8, 2004

EMPIRE

SUBJECT: *Stephanie J. Harris & Associates*  
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TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

STEPHANIE J. HARRIS, PA

③  
The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida, as a ... professional service association performing mental health/psychology services.

ARTICLE I  
NAME

The name of the corporation shall be:

STEPHANIE J. HARRIS, PA.

The principal place of business and the mailing address of this corporation shall be:

7300 W. Camino Real Suite 201  
Boca Raton, Florida 33433

ARTICLE II  
DURATION

This Corporation shall have perpetual existence commencing on the date of the filing of these Articles of Incorporation with the Department of State of Florida.

ARTICLE III  
PURPOSE(S)

This Corporation is organized for the purposes of transacting any and all lawful business.

ARTICLE IV  
CAPITAL STOCK

This Corporation is authorized to issue 1,000 shares of \$1.00 par value common stock

ARTICLE V  
QUORUM FOR STOCKHOLDERS MEETINGS

Unless otherwise provided for in the Corporation's Bylaws, a

PREPARED BY: Tim A. Shane, P.A.  
4800 N. Federal Highway, #201B  
Boca Raton, FL 33431  
(561) 362-5531  
Boc No. 368431

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majority of the shares entitled to vote, represented in person or by proxy, shall be require to constitute a quorum at a meeting of shareholders.

**ARTICLE VI  
LIMITATION OF CORPORATE POWERS**

The corporate powers of this corporation are as provided in section 617, Florida statutes, unless limited as follows:

No limitations

**ARTICLE VII**

The name and street address of the initial registered agent is:

Stephanie J. Harris  
7300 W. Camino Real Suite 201  
Boca Raton, Florida 33433

**ARTICLE VIII  
INCORPORATORS**

The name(s) and street address(es) of the incorporator(s) for these articles of incorporation is (are):

Stephanie J. Harris  
7300 W. Camino Real Suite 201  
Boca Raton, Florida 33433

**ARTICLE IX  
INITIAL BOARD OF DIRECTORS**

This Corporation shall have one director initially. The number of directors may be either increased or diminished from time to time in the manner provided in the Bylaws, but shall never be less than One. The name and address of the initial Director of the corporation is as follows:

Stephanie J. Harris  
7300 W. Camino Real Suite 201  
Boca Raton, Florida 33433

**ARTICLE X  
INDEMNIFICATION**

The Corporation shall indemnify its officers, directors and authorized agents for all liabilities incurred directly, indirectly or incidentally to services performed for the Corporation, to the fullest extent permitted under Florida law existing now or hereinafter enacted.

**ARTICLE XI  
LIMITATIONS ON SHAREHOLDERS' SUITS**

Shareholders shall not have a cause of action against the Company's officers, Directors or agents as a result of any action taken, or as a result of their failure to take any action, unless deprivation of such right is deemed a nullity because, in the specific case, deprivation of a right of action would be impermissible in conflict with the public policy of the State of Florida. The fact that this Article shall be inapplicable in certain circumstances and the Courts of the State of Florida are hereby granted the specific authority to restructure this Article, on a case by case basis or generally, as required to most fully give legal effect to its intent.

The undersigned incorporator(s) has(have) executed these articles of incorporation this 3 day of MARCH, 2004.

Signature(s) of the incorporator(s)

Stephanie J. Harris

Typed Name

Typed Name of Incorporator

Typed Name of Incorporator

**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of sections 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation:

STEPHANIE J. HARRIS P.A.

2. The name and address of the registered agent and office is:

Stephanie J. Harris  
7300 W. Camino Real Suite 201  
Boca Raton, Florida 33433

TOTAL P.06

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HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF  
PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN  
THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT  
AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH  
THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE  
PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE  
OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE: Stephane J. Harris  
DATE: 3/5/04

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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