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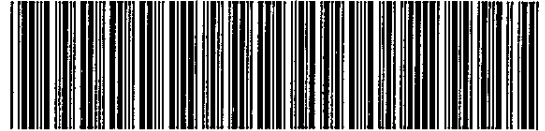
(Business Entity Name)

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TALLAHASSEE, FLORIDA

TRANSMITTAL LETTER

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

SUBJECT: Melissa A. Hickok, P.A., SLP
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

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

☐ \$70.00 Filing Fee
☐ \$78.75 Filing Fee
& Certificate of Status

☐ \$78.75 Filing Fee
& Certified Copy
☒ \$87.50 Filing Fee,
Certified Copy
& Certificate of
Status
ADDITIONAL COPY REQUIRED

FROM: Robert J. Hickok
Name (Printed or typed)

2600 E. Commercial Boulevard, Suite 201B
Address

Fort Lauderdale, FL 33308
City, State & Zip

(954) 491-9025
Daytime Telephone number

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DEPT. OF STATE
TALLAHASSEE, FLORIDA

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

ARTICLES OF INCORPORATION

OF

Melissa A. Hickok, P.A., SLP

The undersigned, the subscriber to these Articles of Incorporation, a natural person over the age of 18 years, competent to contract, and a speech language pathologist duly licensed to render services as such under the laws of the State of Florida, hereby presents these Articles for the formation of a corporation under The Professional Service Corporation Act, and other laws of the State of Florida.

1. *Name.* The name of the Corporation is Melissa A. Hickok, P.A., SLP.

2. *Nature of business.* The general nature of the business to be transacted by the Corporation is:

(a) To engage in every phase and aspect of the business of rendering the same professional services to the public that a speech language pathologist, duly licensed under the laws of the State of Florida, is authorized to render, but such professional services shall be rendered only through officers, employees, and agents who are duly licensed under the laws of the State of Florida to practice speech language pathology therein.

(b) To invest the funds of the Corporation in real estate mortgages, stocks, bonds, or any other type of investment and to own real and personal property necessary for the rendering of the services described in subparagraph (a) above.

(c) To do everything necessary and proper for the accomplishment of any of the purposes or the attaining of any of the objects or the furtherance of any of the purposes enumerated in these Articles of Incorporation or any amendment thereof, necessary or incidental to the protection and benefit of the Corporation, and in general, either alone or in association with other corporations, firms, or individuals, to carry on any lawful pursuit necessary or incidental to the accomplishment of the purposes or the attainment of the objects or the furtherance of such purposes or objects of the Corporation.

The foregoing paragraphs shall be construed as enumerating

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TALLAHASSEE, FLORIDA

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both objects and purposes of the Corporation; and it is hereby expressly provided that the foregoing enumeration of specific purposes shall not be held to limit or restrict in any manner the purposes of the Corporation otherwise permitted by law.

3. *Capital stock.* The maximum number of shares of stock that the Corporation is authorized to have outstanding at any one time is 10,000 shares of common stock having a par value of one cent. None of the shares of the Corporation may be issued to anyone other than an individual duly licensed to practice speech language pathology in the State of Florida.

4. *Initial capital.* The amount of capital with which the Corporation will begin business is \$100 in cash.

5. *Term of existence.* The Corporation is to exist perpetually.

6. *Principal Office.* The initial principal office of the Corporation shall be located at 2550 SW 18th Terrace, Apt. 1810, Fort Lauderdale FL 33315. The Board of Directors may from time to time move the principal office to any other address in the State of Florida.

7. *Registered Office.* The initial registered office shall be 2600 East Commercial Boulevard, Suite 201B, Fort Lauderdale, FL 33308. The Board of Directors may from time to time move the registered office to any other address in the state of Florida.

8. *Registered Agent.* The initial registered agent shall be the firm Law Offices of Robert J. Hickok, P.A., located at the address of the initial registered office. The Board of Directors may change the registered agent at such time as it sees fit to do so.

9. *Incorporator.* The incorporator is Melissa A. Hickok, residing at 2550 SW 18th Terrace, Apt. 1810, Fort Lauderdale, FL 33315.

10. *Directors.* The business of the Corporation shall be managed by its Board of Directors. Only shareholders may be directors. The number of directors constituting the entire Board shall not be less than one, and subject to such minimum, may be increased or decreased from time to

time by amendment of the Bylaws in a manner not prohibited by law. Until so changed the number shall be one. -

11. *Initial directors.* The names and street addresses of the members of the first Board of Directors are:

| <u>Name</u> | <u>Address</u> |
|-------------------|-----------------------------------------------------------------------------|
| Melissa A. Hickok | 2550 SW 18 th Terrace Apt. 1810 Ft. Lauderdale, Florida 33315 |

12. *Subscribers.* The names and street addresses of each person signing the Articles of Incorporation as a subscriber, each of whom is a speech language pathologist, duly licensed under the laws of the State of Florida to render services as such, the number of shares of stock each agrees to take, and the value of the consideration therefor are:

| <u>Name</u> | <u>Address</u> | <u>Number of Shares</u> | <u>Consideration</u> |
|-------------------|------------------------------------------------------------|---------------------------------|----------------------|
| Melissa A. Hickok | 2550 SW 18th Terrace Apt. 1810 Ft. Lauderdale, FL 33315 | 10,000 | \$100 |

13. *Voting trusts.* No shareholder of the Corporation shall enter into a voting trust agreement or any other type of agreement vesting in another person the authority to exercise the voting power of any or all of his shares.

14. *Voting for directors.* At an election of directors, each common shareholder is entitled to one vote for each common share such shareholder owns. The votes of any shareholder may be allocated to one or more candidates for director as such shareholder sees fit. Shareholders do not have a right to cumulate their votes for directors. The candidates for director who receive the most votes at an election meeting at which all shareholders are present shall be elected as such. For example, if n directors must be elected, the n candidates receiving the most votes shall be elected.

15. *Contracts.* No contract or other transaction between the Corporation and any other corporation shall be affected by

the fact that any director of the Corporation is interested in, or is a director or officer of, such other corporation. Any director, individually or jointly, may be a party to, or may be interested in, any contract or transaction of the Corporation or in which the Corporation is interested. No contract or other transaction of the Corporation with any person, firm, or corporation shall be affected by the fact that any director of the Corporation is a party or in any way connected with such person, firm, or corporation. Every person who may become a director of the Corporation is hereby relieved from any liability that might otherwise exist from contracting with the Corporation for the benefit of himself or any firm, association, or corporation in which he may be in any way interested.

16. *Removal of directors.* Any of the directors may be removed at any annual or special meeting of the stockholders by a number of votes representing two-thirds of the total combined voting power of all shares of the Corporation entitled to vote. For this purpose, each shareholder may cast one vote for each share of stock of the Corporation that such shareholder owns.

17. *Restraint on alienation of shares.* The shareholders of the Corporation shall have the power to include in the Bylaws, adopted by a two-thirds majority of the stockholders of the Corporation (the votes being measured by the total number of shares of stock, not by the total number of stockholders), any regulatory or restrictive provisions regarding the proposed sale, transfer, or other disposition of any of the outstanding shares of the Corporation by any of its shareholders, or in the event of the death of any of its shareholders. The manner and form, as well as the relevant terms, conditions, and details thereof, shall be determined by the shareholders of the Corporation; provided, however, that such regulatory or restrictive provisions shall not affect the rights of third parties without actual notice thereof, unless the existence of such provisions shall be plainly written upon the certificate evidencing the ownership of such shares. No shareholder of the Corporation may sell or transfer his shares therein except to another individual who is eligible to practice speech language pathology in Florida, and such sale or transfer may be made only after the same shall have been unanimously approved at a stockholders' meeting specially called for such purpose. If any shareholder shall become legally disqualified to practice speech language

pathology in the State of Florida, such shareholder's shares of stock shall immediately become subject to purchase by the Corporation in accordance with the Bylaws adopted by the shareholders.

18. *Additional corporate powers.* In furtherance and not in limitation of the general powers conferred by the laws of the State of Florida and of the purposes and objects hereinabove stated, the Corporation shall have all the following powers:

(a) To enter into, or become a partner in, any arrangement for sharing profits, union of interest, or cooperation, joint venture, or otherwise, with any person, firm, or corporation for the purpose of rendering speech and language therapy services or any other services allowed by Florida law.

(b) To grant to the holders of the common shares of the Corporation any preemptive right to purchase or subscribe to any new issues of any type shares of the Corporation. No shareholder shall have any preemptive right to subscribe to any such shares unless the Corporation has exercised its power under the preceding sentence. Such power shall be exercised by a vote of the Board of Directors, the necessary percentage of which is to be determined under the Bylaws.

(c) At its option, to purchase and acquire any or all of its stock owned and held by any such shareholder as should desire to sell, transfer, or otherwise dispose of his shares in accordance with the Bylaws adopted by the shareholders of the Corporation setting forth the terms and conditions of such purchase; provided, however, that the capital of the Corporation is not impaired.

(d) At its option, to purchase and acquire the shares owned and held by any shareholder who dies, in accordance with the Bylaws adopted by the shareholders of the Corporation setting forth the terms and conditions of such purchase; provided, however, that the capital of the Corporation is not impaired.

(e) To enter into, for the benefit of its employees, any health, tax, savings, or similar plan that the board of directors may from time to time deem appropriate.

19. *Bylaws.* The shareholders shall, as necessary, promulgate all necessary bylaws to govern the internal operations of the Corporation. The power to promulgate bylaws is reserved to the shareholders; the incorporator shall not promulgate any initial bylaws.

20. *Amendment.* These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by a majority of the Board of Directors, proposed by them to the shareholders, and approved at a shareholders' meeting by a two-thirds majority of the stock entitled to vote thereon, unless all the directors and all the shareholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made. All rights of shareholders are subject to this reservation.

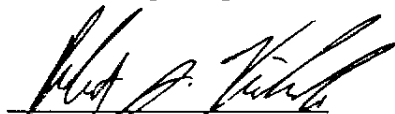
21. *Effective Date.* Melissa A. Hickok, P.A., SLP shall come into existence on the date that these articles of incorporation are filed with the Florida Department of State.

In witness whereof, I the subscriber and incorporator, have executed these Articles of Incorporation on 10-10-04 [date].


Melissa A. Hickok

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DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.


Robert J. Hickok

For the firm Law Offices of Robert J. Hickok, P.A.