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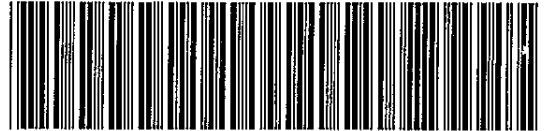
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TALLAHASSEE, FLORIDA

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CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

EAP ONCALL, Inc.

- Art of Inc. File _____
- LTD Partnership File _____
- Foreign Corp. File _____
- L.C. File _____
- Fictitious Name File _____
- Trade/Service Mark _____
- Merger File _____
- Art. of Amend. File _____
- RA Resignation _____
- Dissolution / Withdrawal _____
- Annual Report / Reinstatement _____
- Cert. Copy _____
- Photo Copy _____
- Certificate of Good Standing _____
- Certificate of Status _____
- Certificate of Fictitious Name _____
- Corp Record Search _____
- Officer Search _____
- Fictitious Search _____
- Fictitious Owner Search _____
- Vehicle Search _____
- Driving Record _____
- UCC 1 or 3 File _____
- UCC 11 Search _____
- UCC 11 Retrieval _____
- Courier _____

Signature _____

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**ARTICLES OF INCORPORATION
OF
EAP ONCALL, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned, a natural person, competent to contract, do hereby form a corporation for profit under the provisions of Chapter 607, Florida Statutes, and do hereby adopt the following Articles of Incorporation as the charter of the corporation.

**ARTICLE I
NAME**

The name of this corporation is: **EAP ONCALL, INC..**

**ARTICLE II
DURATION OF THE CORPORATION**

The duration of this corporation shall be perpetual, unless sooner dissolved pursuant to the provision of Florida Statutes, Chapter 607.

**ARTICLE III
GENERAL PURPOSE OF THE CORPORATION**

The general purpose of the business to be transacted by this corporation is:

To engage in any activity or business permitted under the laws of the United States of America and of the State of Florida including but not limited to providing employee assistance programs to employers. This corporation shall have all the power set forth in Florida Statutes 607.0302.

**ARTICLE IV
CAPITAL STOCK**

The aggregate number of shares which this corporation shall have authority to issue shall consist of one hundred (100) shares of common stock, one class only, having a par value of one dollar (\$1.00) per share.

ARTICLE V
PRINCIPAL ADDRESS AND MAILING ADDRESS

The street address of the initial principal office of the corporation is : 5820 B West Cypress Street, Tampa, Florida, 33607.

ARTICLE VI
INITIAL REGISTERED OFFICE
AND INITIAL REGISTERED AGENT

The street address of the corporation's initial registered office and the name of its initial registered agent at such address is: Paul B. Johnson, 112 South Magnolia Avenue, Tampa, Florida, 33606.

ARTICLE VII
INCORPORATOR

The name and address of the incorporator is: Walter E. Afield, M.D., 5820 B West Cypress Street, Tampa, Florida, 33607.

ARTICLE VIII
INITIAL DIRECTORS

The number of directors constituting the initial Board of Directors is one (1). The number of directors may be increased or diminished from time to time as designated in the By-Laws, but shall not be less than one (1). The name and address of the initial director is:

<u>Name</u>	<u>Address</u>
Walter E. Afield, M.D.	5820 B West Cypress Street Tampa, Florida, 33607

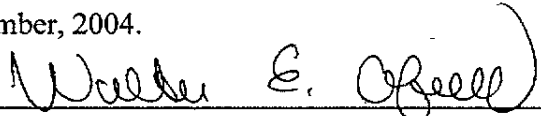
ARTICLE IX
ENACTMENT OF BY-LAWS

The incorporator or the board of directors shall adopt initial by - laws for the corporation and any amendment , alteration or repeal of the by- laws shall be made by the board of directors.

ARTICLE X
AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Each amendment must be approved at a shareholders' meeting by a majority of the stock entitled to vote thereon.

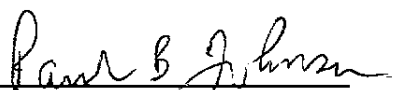
IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation of EAP ONCALL, Inc. this 10th day of November, 2004.



WALTER E. AFIELD, M.D., Incorporator

CERTIFICATE OF REGISTERED AGENT

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.



PAUL B. JOHNSON
Dated: November 10, 2004

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TALLAHASSEE FLORIDA

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