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SECRETARY OF STATE

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Florida Incorporators, Inc.

Mark S. Hankins President 8875 Hidden River Pkwy Ste. 300 Tampa, FL 33637

September 20, 2005

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

RE: Psychological Consultants P.A.

Dear Corporate Specialist:

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Enclosed is an original and one (1) copy of the Articles of Incorporation for the above-referenced corporation, and funds of \$78.75 representing the filing fee for same.

Please do not hesitate to contact the undersigned if there are any questions or concerns.

Sincerely,

Mark Hankins President of SEP 23 PM 3: 27

PSYCHOLOGICAL CONSULTANTS P.A.

THE UNDERSIGNED, ACTING AS INCORPORATOR OF A PROFESSIONAL ASSOCIATION UNDER THE FLORIDA BUSINESS CORPORATION ACT, ADOPTS THE FOLLOWING ARTICLES OF INCORPORATION:

FIRST: The name of the professional association is Psychological Consultants P.A.

SECOND: The period of its duration is perpetual.

THIRD: The date and time of the commencement of the corporate existence shall be the date of the filing of these Articles by the Department of State.

FOURTH: The purpose or purposes for which the professional association is organized is to engage in the practice of psychology and the transaction of any or all lawful business for which the professional association may be incorporated under the provisions of the Florida Business Corporation Act.

FIFTH: The aggregate number of shares which the professional association shall have authority to issue is ONE THOUSAND (1,000) SHARES of capital stock, \$.001 par value each.

SIXTH: The number of directors constituting the initial Board of Directors of the professional association is ONE (1) and the name and address of the person who is to serve as director

until the first annual meeting of shareholders or until her successor is elected and qualified is:

DR. HEATHER A. HOLMES 14867 SOUTH DIXIE HIGHWAY MIAMI, FL 33176

SEVENTH: The name and address of the incorporator is:

DR. HEATHER A. HOLMES 14867 SOUTH DIXIE HIGHWAY MIAMI, FL 33176

EIGHTH: The name and address of the initial registered agent and the initial registered office is:

DR. HEATHER A. HOLMES 14867 SOUTH DIXIE HIGHWAY MIAMI, FL 33176

NINTH: The mailing address and principal office of the professional association is:

PSYCHOLOGICAL CONSULTANTS P.A. 14867 SOUTH DIXIE HIGHWAY MIAMI, FL 33176

DATED: September 7, 2005

DR. HEATHER A. HOLMES

Incorporator

ACCEPTANCE OF REGISTERED AGENT

I hereby am familiar with and accept the duties and responsibilities as registered agent of the professional association.

DR. HEATHER A. HOLMES

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SECRETARY OF STATE