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Florida Department of State
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To:

Division of Corporations
Fax Number : (850)205-0381

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305)634-3694
Fax Number : (305)633-9696

2006 MAY 10 P 12:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT/NON PROFIT CORPORATION

sheri p. ashcraft, psy. d., p.a.

Certificate of Status	0
Certified Copy	1
Page Count	06
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5-10-06

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ARTICLES OF INCORPORATION

OF

SHERI P. ASHCRAFT, PSY. D., P.A.

The undersigned Incorporator of these Articles of Incorporation, a Florida corporation, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I

The name of the Corporation is:

SHERI P. ASHCRAFT, PSY. D., P.A.

ARTICLE II

Nature of the Business & Powers

The purpose of this corporation shall be to practice in the psychology field.

Without limiting any of the purposes, powers and objects of this corporation, it is expressly declared and provided that this corporation shall have power in carrying on its own business, or for the purpose of any lawful act or activity for which corporations may be organized under the laws of the State of Florida and accomplishment of any of the purposes or attainment of the objects hereinabove specified, to make and perform contracts of any kind and description and to do any and all other acts and things, and to exercise any and all powers, either as principal, agent or broker, conferred by the Laws of Florida upon corporations, and which a partnership or natural person could do and exercise, and which now or hereafter may be authorized by law.

ARTICLE III

Capital Stock

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any time is one thousand shares of common stock having a par value of \$1.00 per share.

Shares may be issued only for a consideration having a value, in the judgment of the Board of Directors, at least equivalent to the full par value of the stock to be issued. All shares issued shall be fully paid and nonassessable.

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ARTICLE VIII

Registered Agent and Initial Registered Office

The registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

Sheri P. Ashcraft
307 NE 99th Street
Miami Shores, FL 33138

The Board of Directors, from time to time, may move the Registered Office to any other address in the State of Florida.

ARTICLE IX

Amendment

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by at least a majority of the stockholders entitled to vote thereon, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

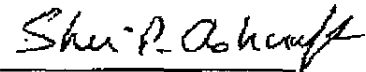
ARTICLE X

The private property of the stockholders shall not be subject to payment of the corporate debts in any extent.

ARTICLE XI

This corporation shall indemnify and insure its officers and directors to the fullest extent permitted by law either now or hereafter.

In witness whereof, the undersigned, as the Incorporator, has executed the foregoing Articles of Incorporation as of the 8th day of May 2006.


Sheri P. Ashcraft

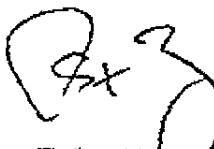
State of Florida)
County of Miami- Dade) SS.

The foregoing instrument was acknowledged before me this 8th day of May 2006 by:

NOTARY PUBLIC

State of Florida




Esther Z. Bejar
Commission #DD273199
Expires: Dec 25, 2007
Bonded Thru
Atlantic Bonding Co., Inc.

My commission expires:

TOTAL P.05

HD0000128900

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

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

That SHERI P. ASHCRAFT, PSY. D., P.A. desiring to organize under the laws of the State of Florida, with its registered office, as indicated in the Articles of Incorporation, has named Sheri P. Ashcraft residing at 307 NE 99th Street, City of Miami, County of Miami-Dade, State of Florida, as its agent to accept service of process within this State.

ACKNOWLEDGEMENT:

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

Sheri P. Ashcraft
Sheri P. Ashcraft

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TALLAHASSEE, FLORIDA

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