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

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FLORIDA PROFIT/NON PROFIT CORPORATION

assesment counseling & testing, inc.

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**ARTICLES OF INCORPORATION**

**OF**

**ASSESSMENT COUNSELING & TESTING, INC.**

We, the undersigned, natural persons competent to contract, do hereby make, subscribe and file these Articles of Incorporation for the purpose of organizing under the Laws of the State of Florida.

**ARTICLE I. - NAME**

The name of this corporation is:

**ASSESSMENT COUNSELING & TESTING, INC.**

The principal address of this corporation is:

3571 N.W. 85<sup>th</sup> Way, #306  
Sunrise, FL 33351

**ARTICLE II. - PURPOSE**

This corporation is organized for the purpose of transacting any and all lawful business.

**ARTICLE III. - CAPITAL STOCK**

This corporation is authorized to issue 100 shares of ONE DOLLAR par value common stock.

**ARTICLE IV. - PRE-EMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of the corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share

PREPARED BY:

BRUCE E. BARR, ESQ.  
2121 S.W. 90TH AVE. SUITE 43  
COOPER CITY, FLORIDA 33024  
TELE: (904) 434-2445  
F.B.N.: 930239

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thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE V. - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is:

**5121 S.W. 90<sup>th</sup> Avenue, #3  
Cooper City, FL 33328**

The name of the initial registered agent of this corporation at this address is:

**Bruce E. Barr**

**ARTICLE VI. - INITIAL BOARD OF DIRECTORS**

The corporation shall have one officer and one directors initially.

The number of directors may be either increased or diminished from time to time by the by-laws, but shall never be less than one. The names and addresses of the initial directors of this corporation are:

**Jessica Clavarella, Psy.D.  
3571 N.W. 85<sup>th</sup> Way, #306  
Sunrise, FL 33351**

**ARTICLE VII. - INCORPORATION**

The names and addresses of the parties signing these Articles of Incorporation are:

**Jessica Clavarella, Psy.D.  
3571 N.W. 85<sup>th</sup> Way, #306  
Sunrise, FL 33351**

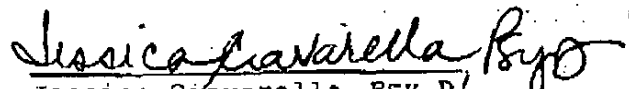
ARTICLE VIII. - INDEMNIFICATION

The corporation shall indemnify any officer or director or any former officer or director to the full extent provided by law.

ARTICLE IX. - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any Amendment hereto, and any right conferred upon the shareholders is subject to this reservation.


IN WITNESS WHEREOF, the undersigned subscribers have executed the Articles of Incorporation, this 28 day of June, 2007.

  
Jessica Ciavarella, Psy.D.  
Director and President

SWORN TO AND SUBSCRIBED before me this 28th day of June, 2007.



Rosemarie Ambrosio  
My Commission D0566066  
Expires September 19, 2008

  
Notary Public, State of Florida

My Commission  
Expires

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STATE OF FLORIDA  
DEPARTMENT OF STATE

Certificate Designation Place of Business or Domicile for the Service of Process Within This State, Naming Agent Upon Whom Process May Be Served and Names and Addresses of the Officers and Directors.

The following is submitted, in compliance with Chapter 46.091 Florida Statutes:

**ASSESSMENT COUNSELING & TESTING, INC.**

A CORPORATION ORGANIZED (or organizing) under the laws of the State of Florida with its registered office at State of Florida, as its agent to accept service of process within this State.

OFFICERS:

Jessica Ciavarella, Psy.D.  
President

DIRECTORS:

Jessica Ciavarella, Psy.D.  
Director

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By: Jessica Ciavarella, Psy.D.  
Jessica Ciavarella, Psy.D.  
President and Director

ACCEPTANCE:

I agree as Resident Agent to accept Service of Process; to keep office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the above Florida designated address) in some conspicuous place in office as required by law.

Bruce E. Bafr, Registered Agent

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