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Division of Corporations
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FLORIDA PROFIT/NON PROFIT CORPORATION
ELIZABETH LADUZINSKI, P.A.

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FROM :

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Jan. 30 2012 11:37AM P2

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



**ARTICLES OF INCORPORATION
OF
ELIZABETH LADUZINSKI, P.A.**

The undersigned, acting as incorporator of **ELIZABETH LADUZINSKI, P.A.** under the Florida Professional Service Corporation and Limited Liability Company Act, adopts the following Articles of Incorporation:

ARTICLE I. NAME

The name of the corporation is:

ELIZABETH LADUZINSKI, P.A.

ARTICLE II ADDRESS

The principal place of business is:

19300 West Dixie Highway, Suite 2,
Aventura, FL 33180

and the mailing address is:

19300 West Dixie Highway, Suite 2,
Aventura, FL 33180

ARTICLE III. COMMENCEMENT OF EXISTENCE

The existence of the corporation will commence on the date of filing of these Articles of Incorporation.

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ARTICLE IV. PURPOSE

This corporation is formed for the purpose of engaging in licensed mental health counseling and in all businesses incidental thereto and may engage in any activity or business permitted under the Florida Professional Service Corporation and Limited Liability Company Act.

ARTICLE V. AUTHORIZED SHARES

The maximum number of shares that the corporation is authorized to have outstanding at any time is 10,000 shares of common stock having a par value of \$1.00 per share. The consideration to be paid for each share shall be fixed by the board of directors and may be paid in whole or in part in cash or other property, tangible or intangible, or in labor or services actually performed for the corporation, with a value, in the judgment of the directors, equivalent to or greater than the full par value of the shares.

ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 283 Catalonia Avenue, Coral Gables, FL 33134 and the name of the corporation's initial registered agent at that address is Miami Corporate Systems, LLC.

ARTICLE VII. INITIAL BOARD OF DIRECTORS

The corporation shall have one (1) director initially. The number of directors may be increased from time to time, as provided in the bylaws, but shall never be less than one. The name and street address of the initial director is:

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This instrument was prepared by:
Salomón B. Esquenazi, Esq.
Rasco Klock Reininger Perez Esquenazi Vigil & Nieto
283 Catalonia Ave. 2nd. Floor
Coral Gables, Florida 33134
(305) 476-7100

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Elizabeth Laduzinski
19300 West Dixie Highway, Suite 2,
Aventura, FL 33180

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator is:

SALOMON B. ESQUENAZI, ESQ. 283 Catalonia Avenue
2nd Floor
Coral Gables, Florida 33134

ARTICLE IX. BYLAWS

The power to adopt, alter, amend, or repeal bylaws shall be vested in the board of directors and the shareholders, except that the board of directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that the bylaw is not subject to amendment or repeal by the directors.

ARTICLE X. AMENDMENTS

The corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation. These Articles may be amended prior to the issuance of shares of the corporation by the unanimous approval or consent of the board of directors. Thereafter, every amendment shall be approved by the board of directors, proposed by them to the shareholders, and approved at a shareholders' meeting by the holders of a majority of the shares entitled to vote on the matter or in such other manner as may be provided by law.

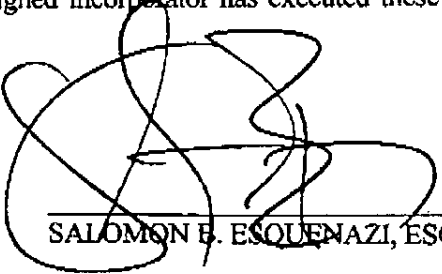
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IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of
Incorporation this 30 day of January, 2011.



SALOMON B. ESQUENAZI, ESQ.

FROM :

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ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent for **ELIZABETH LADUZINSKI, P.A.** in the foregoing Articles of Incorporation, we hereby agree to accept service of process for said corporation and to comply with any and all statutes relative to the complete and proper performance of the duties of registered agent.

MIAMI CORPORATE SYSTEMS, LLC

By:


SALOMON B. ESQUENAZI
Manager

4031.0001/4844-8377-4734, v. 1

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TALLAHASSEE, FLORIDA

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This instrument was prepared by:
Salomón B. Esquenazi, Esq.
Rasco Klock Reininger Perez Esquenazi Vigil & Nieto
283 Catalonia Ave. 2nd. Floor
Coral Gables, Florida 33134
(305) 476-7100