

Division of Corporations

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DOMESTICATION**AVALON PSYCHOLOGICAL GROUP, PA**

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**ARTICLES OF DOMESTICATION
OF
AVALON PSYCHOLOGICAL GROUP, P.C.**

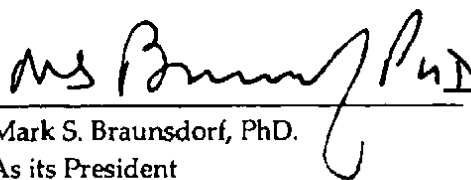
The undersigned, MARK S. BRAUNSDORF, PhD., President of **AVALON PSYCHOLOGICAL GROUP, P.C.**, a Connecticut professional corporation (the "**Corporation**"), in accordance with Section 607.11922, Florida Statutes, does hereby certify the following:

1. The date on which the Corporation was first formed is August 25, 1997.
2. The jurisdiction where the Corporation was first formed, incorporated, or otherwise came into being is the State of Connecticut.
3. The name of the Corporation immediately prior to the filing of these Articles of Domestication was Avalon Psychological Group, P.C.
4. The name of the Corporation, as set forth in its Articles of Incorporation, to be filed pursuant to Sections 607.0202 and 607.0401, Florida Statutes, with these Articles of Domestication, is Avalon Psychological Group, PA, a Florida professional corporation. The corporate ending of "P.C." is not permitted in the State of Florida and therefore the Corporation has adopted the alternate corporate ending of "PA" in Florida.
5. The jurisdiction that constituted the seat, siege social, principal place of business, or central administration of the Corporation, or any other equivalent thereto under applicable law, immediately before the filing of the Articles of Domestication was the State of Connecticut.
6. The domestication was approved by the Corporation in accordance with the Connecticut General Statutes.
7. Attached are the Florida Articles of Incorporation to complete the domestication requirements pursuant to Section 607.11922, Florida Statutes.
8. The effective date of the domestication is upon the filing of these Articles by the Florida Department of State.

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I am the President of Avalon Psychological Group, P.C., and I am authorized to sign these Articles of Domestication on behalf of the Corporation and have done so the 20 day of January 2021.

**AVALON PSYCHOLOGICAL GROUP,
P.C., a Connecticut professional corporation**

By: 
Mark S. Braunsdorf, PhD.
As its President

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**ARTICLES OF INCORPORATION
OF
AVALON PSYCHOLOGICAL GROUP, PA**

The undersigned incorporator has executed these Articles of Incorporation to establish a corporation (the "**Corporation**") under the Florida Business Corporation Act (Chapter 607, Florida Statutes), and the Professional Service Corporation and Limited Liability Company Act, Chapter 621, Florida Statutes.

1. Name. The name of the Corporation is:

Avalon Psychological Group, PA

2. Principal Office and Mailing Address. The address of the principal office and the mailing address of the Corporation is:

3217 W. Empedrado Street, Unit #1
Tampa, FL 33629

3. Purposes. The purposes for which this Corporation is organized are as follows:

a. To acquire, establish, own, maintain, manage, operate, conduct, carry on and engage in the practice of psychological services including counseling, consultation, and executive coaching, and to make any and all investments and/or own any and all property in the United States or elsewhere authorized or permitted by Chapter 621, Florida Statutes.

b. In general, to do and perform any and all acts and things whatsoever which may be or become necessary, desirable, proper, convenient, connected with or related or incident to the foregoing purposes or powers but which are not forbidden by the laws of the State of Florida; provided, however, that this Corporation shall not do any act or thing in conflict with any laws of the State of Florida applicable to the practice of psychological services including counseling, consultation, and executive coaching.

4. Authorized Shares. The Corporation is authorized to issue 20,000 shares of common stock having no par value.

5. Bylaws. The initial bylaws of the Corporation shall be adopted by the incorporator or the board of directors. The power to alter, amend, or repeal any bylaw shall be vested in the shareholders, except to the extent delegated by the shareholders to the board of directors.

6. Initial Officers and Directors. The name and address of the initial officers and director of the Corporation are as follows:

Mark S. Braunsdorf, PhD. - President, Secretary, Treasurer, and Director
3217 W. Empedrado Street, Unit #1
Tampa, FL 33629

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7. Registered Agent and Office. The name of the initial registered agent and the address of the initial registered office of the Corporation is:

Mark S. Braunsdorf, PhD.
3217 W. Empedrado Street, Unit #1
Tampa, FL 33629

8. Amendment. This Corporation reserves the right to amend, alter, change, or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, in the manner now or hereafter prescribed by law, and any right conferred upon the shareholders is subject to this reservation.

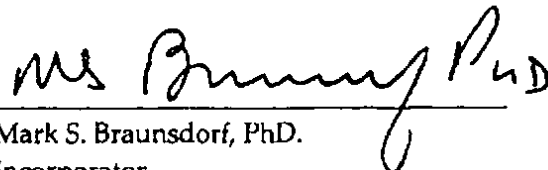
9. Restriction. No share of the capital stock of this Corporation shall be issued to any person other than a professional corporation, a limited liability company, or an individual who is duly licensed or otherwise legally authorized to engage in the business of psychological services including counseling, consultation, and executive coaching in the State of Florida. No shareholder shall enter into a voting trust agreement or any other type of agreement vesting another person with the authority to execute the voting power of any stock of this Corporation.

10. Incorporator. The name and address of the Incorporator of the Corporation is:

Mark S. Braunsdorf, PhD.
3217 W. Empedrado Street, Unit #1
Tampa, FL 33629

11. Effective Date. The existence of the Corporation shall commence upon the filing of these Articles by the Florida Department of State.

Dated this 20 day of January 2021.

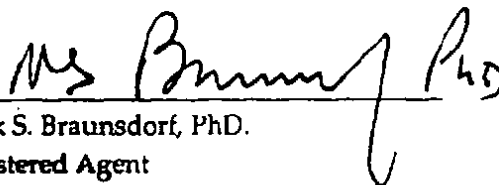

Mark S. Braunsdorf, PhD.
Incorporator

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ACKNOWLEDGEMENT OF REGISTERED AGENT

By execution hereof, the undersigned accepts appointment as registered agent of the Corporation, is familiar with, and accepts, the obligations of that position.

IN WITNESS WHEREOF, the undersigned has executed this Acknowledgement of Registered Agent as of the Execution Date.

PhD

Mark S. Braunsdorf, PhD.
Registered Agent

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