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LARSON AND JONES

ATTORNEYS AT LAW

AN ASSOCIATION OF ATTORNEYS AND NOT A PARTNERSHIP

SHOREVIEW BUILDING SUITE 210

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GUSTAVE W. LARSON "RETIRED"
STEVEN L. JONES

OF COUNSEL
CESAR A. SASTRE

March 8, 1995

Secretary of State
Division of Corporations
P.O. box 6327
Tallahassee, Florida 32314

BOOKED 14315388
-03/15/95--01006--017
***122.50 ***122.50

RE: Incorporation of M.T. Services, Inc.

Dear Sirs:

Please file the enclosed Articles of Incorporation; the applicable filing fee is also enclosed. Kindly forward a certified copy of the Articles of Incorporation to this office.

Thank you for your attention to this matter.

Yours truly,

LARSON & JONES

BY :

Cesar A. Sastre, Esq.

CAS/mm
Enclosures

3/30/95
TS

ARTICLES OF INCORPORATION
OF
M.T. PSYCHOLOGICAL SERVICES, INC.

RECEIVED
JAN 16 1967
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I

The name of this corporation is:

M.T. PSYCHOLOGICAL SERVICES, INC.

The address of the principal office of this corporation shall be 19052 N.E. 29th Avenue, Aventura, Florida 33180, and the mailing address of the corporation shall be the same.

ARTICLE II

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, State of Florida, or any other state, country, territory or nation.

ARTICLE III

The maximum number of shares of stock that this corporation is authorized to have outstanding at anyone time is One Hundred (100) shares of common stock having a \$1.00 par value per share.

ARTICLE IV

The street address of the initial registered office of the corporation shall be 1865 79th Street Causeway, #11-L, North Bay

Village, Florida 33141, and the name of the initial Registered Agent of the corporation at that address is MANUEL R. TORRES.

ARTICLE V

This corporation is to exist perpetually.

ARTICLE VI

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until successors are elected or appointed, are:

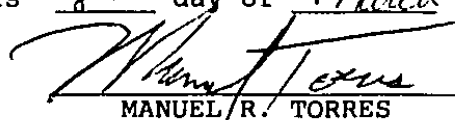
MANUEL R. TORRES
President/Director
1865 79th Street Causeway
11-L
North Bay Village, Florida 33141

ARTICLE VII

The name and street address of the incorporator to these Articles of Incorporation are:

MANUEL R. TORRES
1865 79th Street Causeway
11-L
North Bay Village, Florida 33141

IN WITNESS WHEREOF, the undersigned have hereunto set his hand and seal this 8th day of March, 1995.


MANUEL R. TORRES (SEAL)

* produced fls. driver's license.

ACKNOWLEDGEMENT

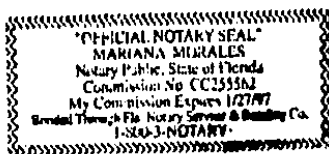
STATE OF FLORIDA :
 : SS
COUNTY OF DADE :

MANUEL R. TORRES, who is personally known or who produced
his drivers license as identification, personally appeared
before me, the undersigned authority, who is known to me to be
the person described in and who executed the foregoing Articles
of Incorporation and who, after being by me first duly sworn, on
oath, depose and say, and do acknowledge before me,
that he is the party who executed and subscribed the foregoing
Articles of Incorporation and further acknowledge that the said
Articles are the act and deed of the signer, and respectively
further state that the facts and matters therein set forth are
true and correct.

WITNESS my hand and official seal at Miami, Dade County,
Florida, this 8th day of March, 1995.

Mariana Morales
Name: Mariana Morales
NOTARY PUBLIC, STATE OF FLORIDA
at Large

My Commission Expires:



RECEIVED
JAN 15 1962
ALLIANCE FOR THE AMERICAN PEOPLE

ACCEPTANCE OF REGISTERED AGENT
DESIGNATED IN ARTICLES OF INCORPORATION

MANUEL R. TORRES, having been designated as Registered Agent in the attached and foregoing Articles of Incorporation of M.T. PSYCHOLOGICAL SERVICES, INC., is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.



MANUEL R. TORRES