

1204 HAYS STREET  
TALLAHASSEE, FL 32304

800-342-8085



**networks**

PROFESSIONAL  
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 07210000003

REFERENCE : 586951 80556A

AUTHORIZATION :

*Patricia Pyzdek*

COST LIMIT : \$ 122.50

ORDER DATE : April 28, 1995

ORDER TIME : 9:40 AM

ORDER NO. : 586951

CUSTOMER NO: 80556A

200001467962

CUSTOMER: Laura L. Brogan, Esq  
LAURA L. BROGAN, ESQ

Suite C  
540 East McNab Road  
Pompano Beach, FL 33060

DOMESTIC FILING

NAME: LIFESPAN COUNSELING  
AFFILIATES, INC.

XX ARTICLES OF INCORPORATION  
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
PLAIN STAMPED COPY  
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Debbie Skipper

EXAMINER'S INITIALS: T. BROWN APR 28 1995

FILED  
95 APR 28 PM 2:19  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
LifeSpan Counseling Affiliates, Inc.

FILED  
95 APR 28 PM 2:11  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name and address of this corporation is: LifeSpan Counseling Affiliates, Inc., 100 NW 82nd Avenue, Suite 206, Plantation, FL 33324.

ARTICLE II - DURATION

This corporation shall exist perpetually, commencing on the date of filing of these Articles.

ARTICLE III - PURPOSE

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

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 100 hundred (100) shares of one dollar (\$1.00) par value common stock.

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 540 East McNab Road, Suite C, Pompano Beach, FL 33060, and the name of the initial registered agent of this corporation at that address is Laura L. Brogan, P.A.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be either increased (or decreased) from time to time by the By-Laws.

NAME

ADDRESS

Paul Layden

9872 NW 2nd Court  
Plantation, FL 33324

ARTICLE VIII - INCORPORATOR

NAME

ADDRESS

Paul Layden

9872 NW 2nd Court  
Plantation, FL 33324

ARTICLE IX - SUB-CHAPTER S AND CHAPTER 1244 PROVISIONS

This corporation and each subscriber hereto shall take whatever action shall be necessary to cause the shares of the corporation issued to qualify as "Section 1244 stock" and, further, this corporation and each subscriber hereto shall take whatever action is necessary to cause the corporation to file an election to become a Subchapter S corporation, as such terms are used and defined in the Internal Revenue Code of 1952, as amended.

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provisions 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 incorporator has executed these Articles of Incorporation this 27th day of April, 1995.

Paul Layden  
INCORPORATOR

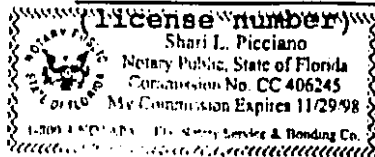
STATE OF FLORIDA )  
                          )  
COUNTY OF BROWARD)

On this 27th day of April, 1995, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgements, personally appeared Paul Layden, [X] to me personally known, [ ] who presented driver's license no. \_\_\_\_\_, or [ ] other identification, and who did take an

oath, and acknowledged that he executed the foregoing Articles of Incorporation freely and voluntarily.

  
\_\_\_\_\_  
Notary Public  
SHARI L. PICCIANO  
(notary name printed)

My Commission Expires:



**ACKNOWLEDGMENT BY REGISTERED AGENT**

Having been named to accept service of process for the above stated corporation, at the place designated in these Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provision of the Florida Corporation Act relative to keeping open said office.

LAURA L. BROGAN, P.A.  
Registered Agent

  
By: LAURA L. BROGAN  
President

FILED  
95 APR 28 PM 2:11  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

P95 0000 33426

Division of Corporations  
Attn: Change of Address  
P.O. Box 6327  
Tallahassee, FL 32314

Date: July 20, 1995

RE: LifeSpan Counseling Affiliates, Inc. - TIN-65-0577120

I am writing to provide updated information regarding the above named corporation, specifically, to inform you of a permanent change of address.

Name of corporation: LifeSpan Counseling Affiliates, Inc.  
Old Address: 100 NW 82nd Avenue, Suite 206  
Plantation, FL 33324

New Address: 274 S. University Drive  
Plantation, FL 33324

Thank you for your assistance.

Sincerely,

Paul Layden, President  
Paul Layden, President

Jw  
7-27-95