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FILED
95 JUN -9 AM 7:49
TALLAHASSEE, FLORIDA
DAVID D. CANNON, ESQ.
Attorney at Law

June 5, 1995

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


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****122.50 ****122.50

RE: ADDIE LEIBIN, INC.

Enclosed please find the original Articles of Incorporation for ADDIE LEIBIN, INC., along with one copy to be certified and returned to our office. Also enclosed please find by check number 159 in the amount of \$122.50 for filing fees and a self-addressed stamped envelope for return of the certified copy.

Thank you for your assistance in this matter.

Sincerely,


Efrain Aponte

Enc: 4

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ARTICLES OF INCORPORATION

OF

ADDIE LEUBIN, INC.

FILED
JUN - 9 AM 7:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporations is ADDIE LEIBIN, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence, commencing on the date these Articles of Incorporation are filed in the Office of the Secretary of State, State of Florida.

ARTICLE III - PURPOSE

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

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 500 shares of \$1.00 par value common stock, which shall be designated "Common Stock."

In the event of any voluntary or involuntary liquidation, dissolution or winding up of this corporation, the remaining assets of this corporation shall be payable to and distributed ratable among the holders of record of the Common Stock.

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for case 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 prorata 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 - PRINCIPAL OFFICE, INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal office of is corporation is:

540 E. Horatio Avenue
Suite 103
Maitland, FL 32751

The initial registered agent and her address is:

ADDIE LEIBIN
540 E. Horatio Ave.
Suite 103
Maitland, FL 32751

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have 2 directors initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one. The name and address of the initial directors of this corporation are:

ADDIE LEIBIN
540 E. Horatio Ave.
Suite 103
Maitland, FL 32751

ROGER A. LEIBIN
540 E. Horatio Ave.
Suite 103
Maitland, FL 32751

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles is:

ADDIE LEIBIN
540 E. Horatio Ave.
Suite 103
Maitland, FL 32751

ARTICLE IX - RIGHT OF SHAREHOLDERS TO DISSENT

The shareholders of this corporation shall have the right to dissent from any corporate actions from which shareholders are entitled to dissent under the florida General Corporation Act, even though on the date fixed to determine the shareholders entitled to vote on such corporate actions the shares of this corporation were registered on a national securities exchange or held of record by not less than 2,000 shareholders.

ARTICLE X - MANAGEMENT OF CORPORATION
BY SHAREHOLDERS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under direction of, the shareholders of this corporation.

ARTICLE XI - POWERS

This corporation shall have all of the corporate powers

enumerated in the Florida General Corporation Act.

ARTICLE XII - MEETINGS BY CONFERENCE TELEPHONE

Shareholders and members of the Board of Directors may participate in special meetings by means of conference telephone as provided by law, but regular meetings must be attended in fact in person by each director and shareholder.

ARTICLE XIII - INDEMNIFICATION

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

ARTICLE XIV - AMENDMENT


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

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation, this 5th day of June, 1995.



ADDIE LEIBIN
Initial Incorporator

I HEREBY am familiar with and accept the duties and responsibilities as registered agent for said corporation.

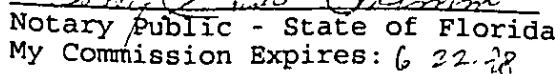


ADDIE LEIBIN
Registered Agent

STATE OF FLORIDA
COUNTY OF SEMINOLE

Before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared ADDIE LEIBIN, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and she acknowledged before me that she executed the Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 5th day of June, 1995.


Notary Public - State of Florida
My Commission Expires: 6-22-98



PENNY ANN GRIMM
My Commission CC385837
Expires Jun. 22, 1998
Bonded by HAI
800-422-1555

CERTIFICATE DESIGNATING REGISTERED OFFICE
FOR THE SERVICE OF PROCESS WITHIN THE
STATE OF FLORIDA AND NAMING THE REGISTERED
AGENT UPON WHOM PROCESS MAY BE SERVED

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

FIRST -- That ADDIE LEIBIN, INC., desiring to qualify under
the laws of the State of Florida, with its principal place of
business located at 540 E. Horatio Ave., Suite 103, in the City of
Maitland, County of Seminole, State of Florida, has named ADDIE
LEIBIN, whose address is 540 E. Horatio Ave., Suite 103, Maitland,
FL 32751, as its agent to accept service of process within the
State of Florida.

Dated: June 5, 1995

BY: Addie Leibin

ADDIE LEIBIN

Having been named to accept service of process for the above
stated corporation at the place designated above, I hereby agree to
act in this capacity and I further agree to comply with the
provisions of all statutes relative to the proper and complete
performance of my duties.

BY: Addie Leibin

ADDIE LEIBIN

Registered Agent

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