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 PHONE: (305) 541-3694
 FAX: (904) 922-4000 FAX: (305) 541-3770

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
 NAME: HAPPY CARE, INC.
 FAX AUDIT NUMBER: H95000009848 CURRENT STATUS: REQUESTED
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ARTICLES OF INCORPORATION

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7-OF

HAPPY CARE, INC.

SECRET
TALLAHASSEE, FLORIDA

H9500009848

The undersigned hereby petition for the formation of a corporation under the laws of the State of Florida, with and under the following Charter:

ARTICLE I

The name of the corporation shall be:

HAPPY CARE, INC.

ARTICLE II

The general nature of the business to be transacted shall be to provide occupational and psychotherapy and to otherwise engage in any activity or business permitted under the laws of the United States of America and this State.

ARTICLE III

The capital stock of this corporation shall consist of 1000 shares of common stock of \$1.00 par value each, all or part of said stock to be issued from time to time as may be determined by the Board of Directors. On dissolution or liquidation of the corporation the holders of the stock shall be entitled to distribution ratable as their holdings may appear upon the stock record of the corporation.

Page 1

GERALD T. ENGEL, ESQ.
901 N. W. 22ND AVENUE
MIAMI, FL 33125
(305) 649-7344

FL. BAR NO.: 694-290

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ARTICLE IV

This corporation shall have perpetual existence.

ARTICLE V

The business and property of this corporation shall be managed by a Board of Directors consisting of (2) or more members, as may be provided By-laws.

ARTICLE VI

The names and post office addresses of the first Board of Directors of this corporation, who, subject to the provisions of this Certificate, the By-laws of this corporation, and the laws of the State of Florida, shall hold office for the first year of this corporation's existence or until their successors are elected and have qualified, are as follows:

CINDY GONZALEZ President
1500 Bay Road #946
MIAMI BEACH, FL. 33139

IRENE OTANO Vice-President
580 SW 56 Ave
MIAMI, FL. 33134

ARTICLE VII

The Registered Agent for the purpose of complying with Florida law shall be CINDY GONZALEZ and the registered agent's office of this corporation shall be 1500 BAY ROAD, #946, Miami Beach, Florida 33139.

ARTICLE VIII

The post office address of the principal office of this corporation until otherwise determined by the stockholders or Board of Directors of this corporation 1500 Bay Road, #946, Miami Beach, FL 33139 branch offices may be maintained at such places in the State of

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Florida, and in the United States of America and in foreign countries as may from time to time be authorized by the stockholders or Board of Directors of this Corporation.

ARTICLE IX

The name and post office address of the Subscribers of this Certificate of Incorporation and the number of shares of the capital stock of this corporation subscribed by the said Subscriber of this Certificate of Incorporation are as follows:

NAME	ADDRESS	NO. OF SHARES
Cindy Gonzalez	1500 Bay Rd #946 Miami Beach, Fla 33139	500
Irene Otano	580 SW 56 Ave Miami, Fla 33134	500

ARTICLE X

The regulations of the conduct of the affairs of this corporation, the issuance of certificate of capital stock of this corporation, the voting rights of the holders of the shares of the capital stock of this corporation, are vested in the shareholders.

IN WITNESS WHEREOF, the undersigned Subscribers have hereunto set their hands and seals in the County of Dade, State of Florida, before me on this 2nd day of September, 1995.

Cindy Gonzalez
CINDY GONZALEZ, PRESIDENT (SEAL)
Identification Fla Dr Lis 0324-119-76-864-0

Irene Otano
IRENE OTANO, (SEAL)
Identification 0350-416-53-728

H95000009848

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STATE OF FLORIDA)
COUNTY OF DADE) SS

I HEREBY CERTIFY that on this day personally appeared before me, the undersigned authority, CINDY GONZALEZ and IRENE OTANO known to be the persons who executed the foregoing Certificate of Incorporation of HAPPY CARE, INC., and they acknowledged before me that they have executed the same for the purposes therein set forth.

SWORN TO AND SUBSCRIBED before me on this 2nd day of September, 1995.



COMMISSION # CC 432717
EXPIRES JUL 21, 1999
CONSULT THRU
ATLANTIC BONDING CO., INC.

[Signature]
Notary Public, State of Florida

MY COMMISSION EXPIRES: July 21, 1999

I ACCEPT DESIGNATION AS REGISTERED AGENT OF THIS CORPORATION AND I AM FAMILIAR WITH THE DUTIES REQUIRED OF ME.

[Signature]
CINDY GONZALEZ

Prepared by:

GERALD T. ENGEL, ESQ.
901 N. W. 22ND AVENUE
MIAMI, FL 33125
(305) 649-7344

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