

SAMUEL MILLER
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MEMBER OF FLORIDA
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March 13, 1996

Florida Department of State
Division of Corporations
Capitol Building
P. O. Box 6327
Tallahassee, Florida 32314

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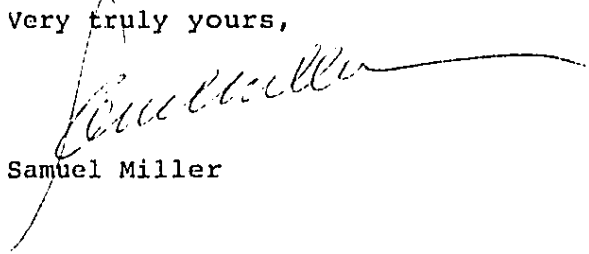
Re: Incorporation of
ACADIA PSYCHOLOGICAL SERVICES, P. A.

Gentlemen:

Enclosed herewith is my check in the sum of \$122.50, to cover the charges for the issuance of the charter, registered agent and certified copy of the certificate of incorporation.

Thank you for your prompt attention to this matter.

Very truly yours,


Samuel Miller

SM:rc
Enc

FILED
96 MAR 15 AM 11:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. BROWN MAR 21 1996

CERTIFICATE OF INCORPORATION
OF
ACADIA PSYCHOLOGICAL SERVICES, P. A.

FILED
96 MAR 15 AM 11:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned is the holder of a doctorate degree in psychology, duly authorized and licensed to practice psychology in the State of Florida for the purpose of forming a professional corporation under Chapter 607 of the Florida Statutes and Florida Professional Service Corporation Act, hereby adopts the following Certificate of Incorporation.

1. The name of the corporation is ACADIA PSYCHOLOGICAL SERVICES, P. A.
2. The term of existence of the corporation is perpetual.
3. The purpose for which the corporation is organized is to practice the profession of psychology, including any and all phases of the said healing art in connection therewith, as defined by Section 490.003(4), Florida Statutes. The corporation shall be authorized to invest its funds in real estate, mortgages, stocks, bonds or any other type of investment and may acquire and own such real and personal property as is necessary or appropriate for rendering psychological services and may transact such business as may be permitted under the provisions of the Florida Professional Service Corporation Act.
4. The address of the principal office of the corporation in the State of Florida is 7301 West Palmetto Park Road, Suite 105B Boca Raton, Florida 33433. The name of its initial registered agent

at such address address is SHARON L. MILLER, Ph.D., the undersigned, who accepts the designation.

5. The maximum number of shares of stock which the corporation is authorized to issue and have outstanding at any time is fifty (50) shares of common stock, which shall have no nominal or par value, and which shall be fully paid and non-assessable.

6. The amount of capital with which this corporation will begin business is not less than the sum of Five Hundred (\$500.00) Dollars.

7. The corporation will not have directors. The business of the corporation shall be managed by the stockholders of the corporation and not by a Board of Directors.

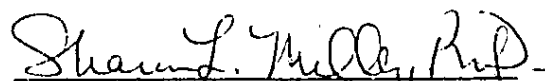
8. The name and address of the sole subscriber to this Certificate of Incorporation is as follows:

SHARON L. MILLER, Ph.D
21724 Wapford Way
Boca Raton, Florida 33486

9. The name and address of the officers of the corporation are as follows:

SHARON L. MILLER, Ph.D., President and Secretary
21724 Wapford Way
Boca Raton, Florida 33486

IN WITNESS WHEREOF. I have hereunto subscribed my name and affixed my seal at Boca Raton, Palm Beach County, Florida, this 7th day of March, 1996.


SHARON L. MILLER, Ph.D.

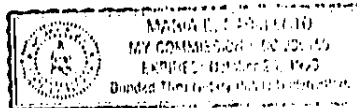
STATE OF FLORIDA)
COUNTY OF PALM BEACH) SS.

I HEREBY CERTIFY that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgments under the laws of the State of Florida, SHARON L. MILLER, Ph.D., to me well known to be the person described in and who executed the foregoing Certificate of Incorporation, and she acknowledged before me that she executed the same freely and voluntarily for the purposes therein expressed, who is personally known to me, or has produced JD as identification.

WITNESS my hand and official seal at Boca Raton, Palm Beach County, Florida, this 7 day of March, 1996.

Notary Public, State of Florida

Print James E. Scrimier



ACCEPTANCE OF DESIGNATION AS AGENT

Having been named to accept service of process for the above-stated Corporation, at the place designated in the certificate included in the Certificate of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions of the Florida Statutes, relative to keeping open said office.

DATED this 7th day of March, 1996.

By

Sharon Miller
SHARON MILLER
Resident Agent