

1201 HAYS STREET
TALLAHASSEE, FL 32301

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904-222-9071
FLORIDA TAX

P96000236447



EFFECTIVE DATE
4/25/96

ACCOUNT NO. : 072100000032

REFERENCE : 933164 95101A

AUTHORIZATION :

COST LIMIT : 9 PREPAID

ORDER DATE : April 26, 1996

ORDER TIME : 11:05 AM

ORDER NO. : 933164

CUSTOMER NO: 95101A

CUSTOMER: Ms. Nancy Calhoun
SALLEY FEINBERG & HAKES, P.A.

P. O. Box 3829

Orlando, FL 32802-3829

000001796460
-04/26/96--01073--016
****122.50 ****122.50

DOMESTIC FILING

NAME: PSYCHIATRIC AFFILIATES, P.A.

EFFECTIVE DATE:

XXX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXXX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Gail Williams

EXAMINER'S INITIALS:

FILED
95 APR 26 PM 8:51
RECEIVED
95 APR 26 PM 12:14
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA
4/26/96
TH

ARTICLES OF INCORPORATION

OF

CHRISTOPHER T. VERNON, P.A.

The undersigned, being above the age of twenty-one (21) years and competent to contract, and being a citizen and a resident of the United States of America, for the purpose of organizing a Professional Service Corporation pursuant to the laws of the State of Florida, does hereby adopt the following Articles of Incorporation, and does hereby agree and certify as follows:

ARTICLE I
NAME

The name of this Corporation shall be CHRISTOPHER T. VERNON, P.A. and its principal place of business shall be located at 3411 Tamiami Trail North, Suite #200, Naples, Florida 33940.

ARTICLE II
COMMENCEMENT OF CORPORATE EXISTENCE

This Corporation shall commence corporate existence on the date of signing these Articles of Incorporation by the incorporator, and shall have perpetual existence unless sooner dissolved according to law.

ARTICLE III
GENERAL PURPOSE: GENERAL POWERS

This Corporation is organized for the following purposes:

(a) To engage in the practice of law as a professional law corporation and to carry on services incident thereto. The practice of law is the sole and exclusive professional service to be rendered by this Corporation.

(b) To own property, enter into contracts, to carry on any business necessary or incidental to the accomplishment or furtherance of the purposes or objects of this Corporation.

(c) The professional services of this Corporation shall be carried out only through lawyers, each of whom has been admitted to the bar of, and is duly authorized to practice law in, the State of Florida.

The Corporation shall have all the rights and powers now or hereafter conferred on professional corporations by the laws of the State of Florida.

EFFECTIVE DATE
1/25/80
FILED
JAN 25 1980
FBI - MIAMI

ARTICLE IV
CAPITAL STOCK

1. Number of Shares Authorized; Par Value. This Corporation is authorized to issue One Thousand (1,000) shares of Class A voting common stock, having a par value of One Dollar (\$1.00) per share. None of the shares of this Corporation may be issued to any person or entity other than an individual duly licensed as an attorney under the laws of the State of Florida, except as may be otherwise permitted by law.

2. Consideration for Issuance of Stock. The Board of Directors of the Corporation may from time to time issue the authorized stock of the Corporation, or any part thereof, for such consideration as it may deem equivalent to or in excess of the par value thereof. The authorized stock of the Corporation may be paid for, in whole or in part, in cash or other property, tangible or intangible, or in labor or services actually performed for the Corporation at a fair valuation placed on such property or services by the Board of Directors. Future services shall not constitute payment or part payment for the issuance of stock of the Corporation.

3. No Preemptive Rights. No shareholder of the Corporation shall have the right, upon the sale for cash or otherwise of any new stock of the Corporation or of any stock of the Corporation held by it in its treasury or otherwise, of the same or any other kind, class or series as that which he already holds, to purchase his pro rata or any other share of such stock at the same price at which it is offered to others or at any other price.

ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this Corporation shall be located at Salley, Feinberg & Hames, P.A., 390 North Orange Avenue, Suite 2500, Orlando, Florida 32801 and the initial registered agent of this Corporation at that address shall be Stephen G. Salley, Esq. The Corporation may change its registered agent or the location of its registered office, or both, from time to time without amendment of these Articles of Incorporation.

ARTICLE VI
INITIAL BOARD OF DIRECTORS

This Corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the bylaws. The name and street address of the initial director of this Corporation is:

Christopher T. Vernon 3411 Tamiami Trail North, Suite #200
Naples, Florida 33940

The shareholders of this Corporation shall be entitled to remove any director from office during his term, with or without cause.

ARTICLE VII
INCORPORATOR

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

Stephen G. Salley 390 North Orange Avenue, Suite 2500
Orlando, Florida 32801

ARTICLE VIII
BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors.

ARTICLE IX
INDEMNIFICATION

The Corporation shall have all the powers and authority now or hereafter granted or permitted by law with respect to indemnification of directors, officers, employees and agents, and former directors, officers, employees and agents.

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.

ARTICLE XI
HEADINGS AND CAPTIONS

The headings or captions of these various Articles of Incorporation are inserted for convenience and none of them shall have any force or effect, and the interpretation of the various articles shall not be influenced by any of said headings or captions.

IN WITNESS WHEREOF, the undersigned does hereby make and file these Articles of Incorporation declaring and certifying that the facts stated herein are true, and does hereby subscribe thereto and hereunto set his name and seal this 25th day of April, 1996.

 (SEAL)
Stephen G. Salley

CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR THE
SERVICE OF PROCESS WITHIN FLORIDA AND REGISTERED
AGENT UPON WHOM PROCESS MAY BE SERVED

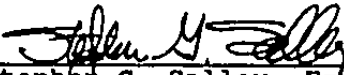
In compliance with Sections 48.091 and 607.0501, Florida Statutes, the following is submitted:

CHRISTOPHER T. VERNON, P.A. (the "Corporation"), desiring to organize as a Florida corporation, has named and designated Stephen G. Salley, Esq. as its Registered Agent to accept service of process within the State of Florida with its registered office located at Salley, Feinberg & Hames, P.A., 390 North Orange Avenue, Suite 2500, Orlando, Florida 32801.

ACKNOWLEDGMENT

Having been named as Registered Agent for the Corporation at the place designated in this Certificate, I hereby agree to act in this capacity; and I am familiar with and accept the obligations of Section 607.0501, Florida Statutes, as the same may apply to the Corporation; and I further agree to comply with the provisions of Section 48.091, Florida Statutes, and all other statutes, all as the same apply to the Corporation relating to the proper and complete performance of my duties as Registered Agent.

Dated this 25th day of April, 1996.



Stephen G. Salley, Esq.
Registered Agent