TRANSMITTAL LETTER

16000055107

Department of State Division of Corporations P. O. Box 6327 Tallahassee, FL 32314



SUBJECT: PROGRESS COUNSELING SERVECES, INC. (Proposed corporate name - must include suffix)

	ed is an original and one (1) copy of the articles of Incorporation and a check						
for:	570.00	78.75	\$122.50	□ \$131.25	i		
	FROM:	ROBERT C/o THE Name	L GRAYDUN TAX EMPOLTU (printed or typed)	1.0 -07 **	00001886751 70979601005014 **175.00 ****131.25		
			W BROWARD Address				
		FT. LAU	DERDALE, FL ity, State & Zip	33312			
			81-4567 e Telephone number				

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION OF PROGRESS COUNSELING SERVICES, INC.

We, the undersigned, do hereby submit these Articles of Incorporation for the purposes of becoming a corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the State providing for the formation, liability, rights, privileges and immunities of a Corporation for Profit.

ARTICLE I

The name and address of the corporation shall be called Progress Counseling Services, Inc., 1650 West Oakland Park Blvd., Ft. Lauderdale, FL 33311.

The principal office and mailing address is 1650 West Oakland Park Blvd., Ft. Lauderdale, FL 33311. This address is also the registered office.

ARTICLE II

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III

The general nature and purpose of the business is to engage in the business of counseling services, together with the engaging, either actively or inactively, in any type of business permitted under the laws of the United States and the State of Florida.

ARTICLE IV

The corporation is authorized to issue 1,000 shares with a par of \$1.00 per share.

ARTICLE V

The name and address of the initial Registered Agent of this corporation is: Antonio Cruz, 1650 West Oakland Park Blvd., Ft. Lauderdale, FL 33071.

The street address of the corporation is 1650 West Oakland Park Blvd., Ft. Lauderdale, FL 33311.

ARTICLE VI

This corporation shall have THREE directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial directors of the corporation are as follows:

ANTONIO CRUZ, 585 NW 87th Terrace, Coral Springs, FL 33071 DEVON JOHNSON, 5400 SW 12 St., Unit 112-D, N. Lauderdale, FL 33068

GOLD SMITH DORVAL, 7515 West Oakland Park Blvd., Ft. Lauderdale, FL 33319

ARTICLE VII

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

ANTONIO CRUZ, 585 NW 87th Terrace, Coral Springs, FL 33071, PRESIDENT

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation the 19th day of June, 1996.

(Seal)
 (Seal)
 (Seal)

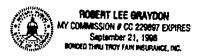
STATE OF FLORIDA

COUNTY OF BROWARD

Before me, a Notary Public authorized to take acknowledgments in the State and County set for the above, Antonio Cruz, personally appeared and known to me and known to be the person who executed the foregoing Articles of Incorporation, and who acknowledged before me that he executed these Articles of Incorporation.

In witness whereof, I have heretounto affixed my hand and seal, in the State and County aforesaid, this 19th day of June, 1996.

Notary Public, State of Florida at Large



CERTIFICATE AND ACKNOWLEDGMENT OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT OF

PROGRESS COUNSELING SERVICES, INC.

Pursuant to Florida Statutes Sections 48.091 and 607.034, the following is submitted. The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation at 1650 West Oakland Park Blvd., Ft. Lauderdale, FL 33311 and named ANTONIO CRUZ as its Registered Agent to accept service of process within this state.

ACKNOWLEDGMENT

Having been named to accept service of process for the above state corporation at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida law in keeping open said office.

Registered Agent

ANTONIO CRUZ

P96000055107

3059 W. Ft. Laur City/State/	Emporium questor's Name Broward Blud. Address Du Dab, Fl. 33312 Zip Phone # NAME(S) & DOCUMENT N	<u> </u>	ce Use Only	
1(Corp. 2(Corp.	oration Name) oration Name) oration Name)	(Document #)	מרופיות וויים	
□ Walk in □	Pick up time Will wait Photoco AMENDMENTS Amendment Resignation of R.A., Officer/ Change of Registered Agent Dissolution/Withdrawal Merger	py Certificate	of Status Jachne Initi Gr. Sini IALLAHASSEE, FLORII H	FILED 97 JAN 21 PM 12: 35
OTHER FILINGS Annual Report Fictitious Name Name Reservation	REGISTRATION/ QUALIFICATION Foreign Limited Partnership Reinstatement Trademark Other		J _A	

CR2E031(1/95)

Examiner's Initials



December 19, 1996

The Tax Emporium 3059 W. Broward Blvd. Ft. Lauderdale, FL 33312

SUBJECT: PROGRESS COUNSELING SERVICES, INC.

Ref. Number: P96000055107

We have received your document for PROGRESS COUNSELING SERVICES, INC. and your check(s) totaling \$262.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Articles of Dissolution must comply with either section 607.1401 or 607.1403, Florida Statutes.

Please return your document, along with a copy of this letter, within 60 days or your filling will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6908.

Steven Harris Corporate Specialist

Letter Number: 896A00056685

ARTICLES OF DISSOLUTION

Pursuant to section 607.1403, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

FIRST:	The name of the corporation is: PRUGRESS COUNSELENG SERVECES, INC.
SECOND:	The date dissolution was authorized: Movember 26, 1996
THIRD:	Adoption of Dissolution (CHECK ONE)
	olution was approved by the shareholders. The number of votes cast for dissolution sufficient for approval.
Diss	olution was approved by vote of the shareholders through voting groups.
T e	the following statement must be separately provided for each voting group
The	number of votes cast for dissolution was sufficient for approval by
	(voting group)
Signe Signature	d this
	ANTONIO CRUZ (Typed or printed name)
	PRESIDENT (Title)