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CR2E031(1/95)

Examiner's Initials

ARTICLES OF INCORPORATION

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OF

MILLENNIUM BEHAVIORAL CARE SYSTEMS, INC.

ARTICLE I:

The name of this Corporation is:

Millennium Behavioral Care Systems, Inc.

ARTICLE II:

The principal office and mailing address of the corporation shall be 255 University Drive, Coral Gables, FL 33134.

ARTICLE III:

This Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be formed under Chapter 607 of the Florida Statutes.

ARTICLE IV:

The Corporation is authorized to issue 7,500 shares of common stock, par value of \$1.00 per share.

ARTICLE V:

The name of the initial registered agent, and the street address of the initial registered office of the corporation are: Arnaldo Vélez, 255 University Drive, Coral Gables, FL 33134.

ARTICLE VI:

This Corporation shall not issue preferred shares or a special class of shares in a series.

ARTICLE VII:

The shareholders are not entitled to preemptive rights.

ARTICLE VIII:

The number of directors may be increased or decreased from time to time as provided in the bylaws of the corporation. The name and address of the initial director of the corporation is: Arnaldo Vélez, 255 University Drive, Coral Gables, FL 33134.

ARTICLE IX:

The name and address of the Incorporator of the corporation is Arnaldo Vélez, 255 University Drive, Coral Gables, FL 33134.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 22° day of August, 1996.

Arnaldo Vélez, Incorporator

| STATE OF FLORIDA |) | |
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| COUNTY OF DADE | 1 | |

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set above, personally appeared Arnaldo Vélez, known to me and known by me or who-produced as identification, who did take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this _______ day of August, 1996.

My Commission Expires:

NOTARY PUBLIC, State of Florida



ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent contained in the foregoing Articles of Incorporation.

ARNALDO VÉLEZ

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