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MARY B. CARROLL, P.A.
16015 WYNDOVER ROAD
TAMPA, FLORIDA 33647
TEL. 813 978-1217

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NOVEMBER 14, 1996

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Secretary of State
Division Of Corporations
P.O. Box 6327
Tallahassee, Fl. 32314

RE: MARY B. CARROLL, P.A.

Gentlemen:

Enclosed please find the original and one copy of Articles of Incorporation, together with my check in the amount of \$122.50.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Very truly yours,

MARY B. CARROLL, P.A.

Mary B. Carroll, MS, CCC-SLP
MARY B. CARROLL, MS., CCC-SLP
PRESIDENT

34/11/22/96

ARTICLES OF INCORPORATION

OF

MARY B. CARROLL, P.A.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber a Professional Corporation to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation shall be:

MARY B. CARROLL, P.A.

ARTICLE II - DURATION

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

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in the practice of Speech/Language Pathology within the State of Florida, and to take all actions that are necessary or proper in connection with that practice.

The professional services of the Corporation shall be rendered only thorough officers, employees, and agents who are duly licensed or otherwise legally authorized to practice Speech/Language Pathology within the State of Florida. Professional services shall be rendered in each case by the officer, employee, or agent designated solely by this Corporation, acting through its duly elected officers. This provision shall not be applicable to the extent it is in conflict with the law or the professional rules of the profession.

ARTICLE IV CAPITAL STOCK

The corporate is authorized to issue 1,000 shares (common) of ONE Dollar(s) (\$ 1.00) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V INITIAL REGISTERED OFFICE AND AGENT

The principal office, if known, or the mailing address of the corporation is:

NAME: MARY B. CARROLL, P.A.
ADDRESS: 16015 WYNDOVER ROAD
CITY: TAMPA, FL 33647

The name and street address of the Initial Registered Agent of this Corporation:

NAME: MARY B. CARROLL, MS, CCC-SLP
ADDRESS: 16015 WYNDOVER ROAD
CITY: TAMPA, FL. 33647

ARTICLE VI INITIAL BOARD OF DIRECTORS

This corporation shall have ONE (1) 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 director(s) of the corporation are as follows:

NAME: MARY B. CARROLL, MS, CCC-SLP. - PRESIDENT & DIRECTOR
ADDRESS: 16015 WYNDOVER ROAD
CITY: TAMPA, FL. 33647

NAME:
ADDRESS:
CITY:

NAME:
ADDRESS:
CITY:

NAME:
ADDRESS:
CITY:

NAME:
ADDRESS:
CITY:

ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME: MARY B. CARROLL, MS, CCC-SLP
ADDRESS: 16015 WYNDOVER ROAD
CITY: TAMPA, FL 33647

NAME:
ADDRESS
CITY

NAME:
ADDRESS:
CITY:

The undersigned incorporator(s) has (have) executed these Articles of Incorporation this 14TH day of NOVEMBER____A.D., 1996.

Mary B. Carroll, MS, CCC-SLP
MARY B. CARROLL, MS, CCC-SLP

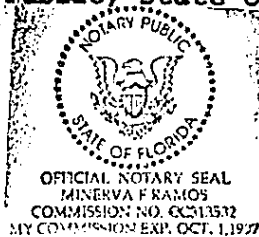
STATE OF FLORIDA)
 SS
COUNTY OF HILLSBOROUGH)

Before me, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared MARY B. CARROLL, MS, CCC-SLP known to me and known to be the person(s) who executed the foregoing Articles of Incorporation and who acknowledged before me that SHE executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal, in the State and County aforesaid, this 14TH day of NOVEMBER, A.D. 1996.

My Commission expires
OCT. 1, 1997

Minerva Ramos
(Notary Public, State of Florida)



CERTIFICATE OF DESIGNATION
OF REGISTERED AGENT
CERTIFICATE OF REGISTERED AGENT

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MARY B. CARROLL, P.A.

Pursuant to the provisions of sections 48.091 or 617.0501, 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 16015 WYNDOVER ROAD, TAMPA, FLORIDA 33647 has named MARY B. CARROLL, MS., CCC-SLP located at the aforesaid address, as its Registered Agent to accept service of process within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above stated corporation at the place designated in this certificate, and being familiar with the obligations of that position, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.

Mary B. Carroll

(registered agent)

Certificate & Acknowledgement
Registered Agent