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THE UNITED STATES CORPORATION COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 209134 107536A

AUTHORIZATION :

COST LIMIT

Patricia Pruitt \$10.00

FILED 97 JAN -3 PM 2:29 SECRETARY OF STATE TALLAHASSEE, FLORIDA

ORDER DATE : January 3, 1997

ORDER TIME : 9:27 AM

ORDER NO. : 209134-005

CUSTOMER NO: 107536A

UUUUU2044470--9

CUSTOMER: Vicki P. Wellmaker, Legal Asst BAUER & TWOHEY, PA

312 Denver Avenue

Stuart, FL 34994

DOMESTIC FILING

NAME: RYAN MOORE, M. ED., P.A.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY XX PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

EXAMINER'S INITIALS:

RECEIVED 97 JAN -3 PM 9:57

JAN = 3 1996

ARTICLES OF INCORPORATION
OF
RYAN MOORE, M. Ed., P.A.

FILED
97 JAN -3 PM 2: 29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE ONE - Name

The name of the corporation is RYAN MOORE, M. Ed., P.A.

ARTICLE TWO - Duration

The term of existence of the corporation is perpetual.

ARTICLE THREE - Purpose

The purpose for which this corporation is organized is for the practice of the profession of Mental Health Counseling and Evaluation.

ARTICLE FOUR - Capital Stock

The aggregate number of shares which the corporation has authority to issue is one hundred (100) shares of common stock with a par value of One and No/100ths (\$1.00) Dollar per share which shall be designated as common shares. The entire voting power for the election of directors and for all other purposes shall be in the holders of outstanding common shares.

All the shares of such common stock shall be paid for in cash, or property, the real or personal, tangible, intangible, or the lease thereof, or in labor or services in lieu of cash, or property, at a just valuation to be taxed by the Board of Directors of this corporation unless otherwise forbidden by the laws of the State of Florida. The payment thereof does not have to be at the time of issuance, provided such shares are subject to calls thereon by the corporation until such time as the whole consideration therefore shall have been paid.

ARTICLE FIVE - Preemptive Rights Granted

Each shareholder of any class of stock of this corporation shall be entitled to full preemptive rights to purchase any unissued or treasury shares of the corporation and any securities of the corporation convertible into or carrying a right to subscribe to or acquire shares of any such unissued or treasury shares.

ARTICLE SIX - Registered Office and Agent

The street address of the initial registered office of the corporation is 2440 S. Federal Highway, Stuart, Florida 34994 and the name of the initial registered agent at said address is *Ryan Moore*.

ARTICLE SEVEN - Directors

The initial board of directors of the corporation shall consist of one (1) director. The name and address of the initial board of the director is:

Ryan Moore	2440 S. Federal Highway Stuart, Florida 34994
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ARTICLE EIGHT - Incorporator

The name and address of the incorporator is:

Ryan Moore	2440 S. Federal Highway Stuart, Florida 34994
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ARTICLE NINE - Bylaws

In furtherance and not in limitation of the powers conferred by the laws of the State of Florida and the United States of America, the Board of Director is expressly authorized to frame and adopt any such Bylaws for the corporation as are not inconsistent with the laws of the State of Florida or the United States of America or these Articles of Incorporation. With the exception of fixing the number of directors of the corporation, the Board of Directors is

expressly authorized, without the assent of the stockholders, to add to, delete from or otherwise amend the Bylaws of the corporation.

ARTICLE TEN - Indemnification and Limitation of Liability

The corporation shall indemnify any officer or director, or any former officer or director of the corporation, to the full extent permitted by law. The private property of the stockholders shall not, unless otherwise provided by law, be subject to the payment of the corporate debts to any extent whatsoever. The corporation shall have a first lien on the shares of its stockholders and upon dividends due them for any indebtedness of such stockholders to the corporation.

ARTICLE ELEVEN - Amendment

The corporation reserves the right to amend, add to, or repeal a provision contained in these Articles of Incorporation in the manner consistent with law and in conformity with the provisions set forth in the Bylaws.

IN WITNESS WHEREOF, I have subscribed my name this 30th day of December, 1997.


RYAN MOORE

STATE OF FLORIDA
COUNTY OF MARTIN

BEFORE ME, the undersigned authority personally appeared Ryan Moore, who is personally known to me, did not take an oath and who is known to me to be the person who subscribed the foregoing Articles of Incorporation and acknowledged that she subscribed the same for the purposes therein contained.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal this 30th day of December, 1996.


Notary Public, State of Florida
My Commission Expires:



Christopher J. Twohy
MY COMMISSION # CC586808 EXPIRES
July 28, 2000
BANKER TRUST COMPANY OF FLORIDA, INC.

**CERTIFICATE OF DESIGNATION PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN
FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 48.091 and Chapter 607, Florida Statutes, the following is submitted:

First, that RYAN MOORE, M. Ed., P.A., desiring to organize under the laws of the State of Florida, with its principal place of business at 2440 S. Federal Highway, Stuart, Florida 34994, has named Ryan Moore, at 2440 S. Federal Highway, Stuart, Florida 34994, as its agent to accept service of process within Florida.

ACCEPTANCE:

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.



RYAN MOORE

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TALLAHASSEE, FLORIDA