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2/26/97

FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: ACE INDUSTRIES, INC.
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NAME: DOUGLAS P. GIBSON, PSY.D., P.A.

AUDIT NUMBER.....H97000003362

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 2

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497-3362

ARTICLES OF INCORPORATION

of DOUGLAS P. GIBSON, PSY.D., P.A.
a PROFESSIONAL ASSOCIATION formed under the Professional Service Act.
The nature of Business is Private Clinical Psychology Practice.

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Article 1: Name of the Corporation: DOUGLAS P. GIBSON, PSY.D., P.A.
Address of the Corporation: 5700 HOLLYWOOD BOULEVARD
HOLLYWOOD, FLORIDA 33021

Article 2: DURATION: Term of existence of the corporation is perpetual

Article 3: PURPOSE: The Corporation may transact any and all lawful business for which corporations may be incorporated under the Laws of the UNITED STATES and the STATE OF FLORIDA.

Article 4: CAPITAL STOCK: The number of shares which the corporation has authorized to be outstanding at any one time is 1,000.
PAR VALUE \$1.00 (Information about PAR VALUE is not required but may be included).

Article 5: REGISTERED OFFICE: The street address of the initial registered office of the corporation shall be:
5700 HOLLYWOOD BOULEVARD, HOLLYWOOD, FLORIDA 33021
and the name of the initial registered agent at such address is DOUGLAS P. GIBSON, PSY.D.
I am familiar with and hereby accept the duties and responsibilities as registered agent for said corporation *Douglas P. Gibson, Psy.D.* 2/26/97
Signature of Registered Agent Date

Article 6: The board of directors are as follows
The name and address of the Initial Director : (All persons listed after the first are additional directors)
1. DOUGLAS P. GIBSON, PSY.D.
5700 HOLLYWOOD BOULEVARD
HOLLYWOOD, FLORIDA 33021

Article 7: No shareholder of this corporation may sell or transfer shares of stock of this corporation except to another individual who is licensed to practice the profession herein provided and such sale or transfer may be made only after the same has been approved at a stockholder's meeting called for such purpose. If any stockholder shall become disqualified to practice the profession herein provided, be elected to public office or accepts employment which places restrictions or limitations upon the continued rendering of such professional services, such stockholder's shares of stock shall immediately become subject to purchase by the corporation or other stockholders in accordance with contractual arrangements between the corporation or by resolution adopted by the stockholders of this corporation.

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PREPARED BY:
ACS INDUSTRIES, INC.
64 NW 11th Street
Miami, FL 33138
305-388-2571

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Article 8: The Name and address of the incorporator is:

DOUGLAS P. GIBSON, PSY.D.

5700 HOLLYWOOD BOULEVARD

HOLLYWOOD, FLORIDA 33021

In witness whereof I have subscribed my name

Douglas P. Gibson, Psy.D.

Signature of Incorporator

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