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Nicholas T. Schroeder
Attorney at Law
4010-D Newberry Road
Gainesville, Florida 32607

352-376-8118

March 19, 1997

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

600002118786--3
-03/20/97--01034--012
*****70.00 *****70.00

Re: *Incorporation of LUCIA P. YOUNG, Ph.D., P.A.*

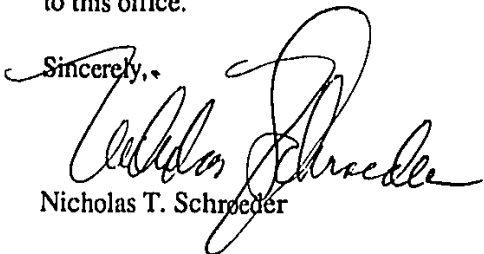
Enclosed are the following:

1. Articles of Incorporation of LUCIA P. YOUNG, Ph.D., P.A.
2. Designation of Resident Agent and Acceptance
3. My Trust Account Check in the Amount of \$70.00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 MAR 20 PM 3:48

Please file the Articles of Incorporation and return a certificate of incorporation to this office.

Sincerely,


Nicholas T. Schroeder

Enclosures (3)

25
3/25

ARTICLES OF INCORPORATION
OF
LUCIA P. YOUNG, Ph.D., P.A.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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I, the undersigned incorporator, hereby make, subscribe, acknowledge and file with the Secretary of State of Florida, these Articles of Incorporation for the purpose of forming a professional corporation in accordance with the Florida Professional Service Corporation and Limited Liability Company Act..

ARTICLE I

Name

The name of the corporation shall be **LUCIA P. YOUNG, Ph.D., P.A.**

ARTICLE II

Purpose

The purpose of the corporation is to render mental health counseling to the public, which shall include providing attendance, advice, guidance, testing and assistance, collecting case histories and other data, utilizing psychological methods, including personal interviews, and otherwise treating or professing to treat emotional, psychological or other distress of or between individuals or family members; and prescribing plans for action to alleviate or eliminate such distress.

This professional corporation shall exist and function in compliance with the Florida Professional Service Corporation and Limited Liability Company Act and in order to properly prosecute the objects and purposes above set forth, the corporation shall have full power and authority to purchase, lease and otherwise acquire, hold, mortgage, convey and otherwise dispose of all kinds of property, both real and personal, necessary for the rendering of the service of the practice of psychological counseling.

ARTICLE III

Capital Stock

The total number of shares of capital stock authorized to be issued by the corporation shall be one thousand (1,000) shares having no par value common. All stock when issued shall be non-assessable. All stock of the corporation shall have limitations on the issue of or the transfer of stock of the corporation. The stockholders of the corporation may agree among themselves, or with the corporation, upon limitations on the transferability or assignment of the stock issued by the corporation, or provisions and agreements for pre-emptive rights of purchase with reference to such stock or any part therefore, whether issued or to be issued, or for options for the purchase in the event of the sale of the stock issued by the corporation.

ARTICLE IV

Capital to Begin Business

The amount of capital with which this corporation will begin business will be Five Hundred and 00/100 Dollars (\$500.00).

ARTICLE V

Existence of Corporation

This corporation shall have perpetual existence.

ARTICLE VI

Beginning of Corporate Existence

The date corporate existence shall begin shall be April 1, 1997.

ARTICLE VII

Management by Stockholders

The business of this corporation shall be managed by its stockholders rather than a Board of Directors. In the management of the business of the corporation, the act of the stockholders representing a majority of the outstanding shares of the corporation entitled to vote, represented in person or by proxy, shall be the act of the stockholders. Each stockholder shall be entitled to vote in person or by proxy, for each share of voting stock held by him. A majority of the outstanding shares of the corporation entitled to vote, represented in person or by proxy, shall constitute a quorum at any meeting of the stockholders for the management of the corporation.

ARTICLE VIII

Principal Office

The initial street address of the principal office of this corporation shall be:

2631 NW 41st Street
Building E, Suite 5
Gainesville, Florida, 32608

ARTICLE IX

Subscriber

The name and address of the subscribers to these Articles of Incorporation is:

LUCIA P. YOUNG, Ph.D.
2631 NW 41st Street
Building E, Suite 5
Gainesville, FL 32608

ARTICLE X

Registered Agent and Office

The name and address of the Registered Agent and Registered Office to accept service of process within the State is:

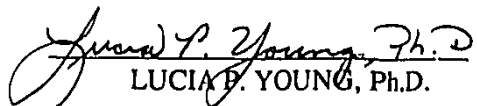
LUCIA P. YOUNG
2631 NW 41st Street
Building E, Suite 5
Gainesville, FL 32608

ARTICLE XI

Amendments

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved at a Stockholders meeting by a majority of the stock entitled to vote.

IN WITNESS WHEREOF, the undersigned, has executed these Articles of Incorporation for the uses and purposes therein stated this 19th day of March, 1997.


LUCIA P. YOUNG, Ph.D.

STATE OF FLORIDA
COUNTY OF ALACHUA

Personally appeared before me, the undersigned authority, LUCIA P. YOUNG, being well known or identified by her Florida Driver's License, and who did take an oath, acknowledged before me that she is a party to the foregoing Articles of Incorporation, and further acknowledge the Articles of Incorporation to be her free act and deed as the Signer thereof, and that the facts stated therein are true.

WITNESS, my hand and official seal at Gainesville, Alachua County, Florida, this 19th day of March, 1997.


Notary Public
My commission expires:

OFFICIAL NOTARY SEAL
NICHOLAS T. SCHROEDER
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC286334
MY COMMISSION EXPIRES MAY 16 1997

CERTIFICATE DESIGNATING 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, Florida Statutes, the following is submitted:

LUCIA P. YOUNG, Ph.D., P.A., desiring to organize or qualify under the
laws of the State of Florida, with its principal place of business at:

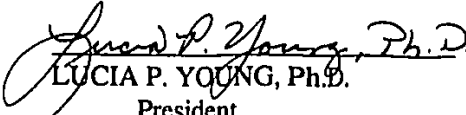
2631 NW 41st Street
Building E, Suite 5
Gainesville, Florida 32608

has named LUCIA P. YOUNG, located at:

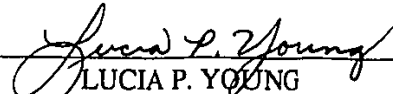
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Gainesville, Florida 32608

as its agent to accept service of process within Florida.

FILED
SECRETARY OF STATE
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LUCIA P. YOUNG, Ph.D.
President
Date: 3/19/97

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.


LUCIA P. YOUNG
Registered Agent
Date: 3/19/97