

ARMISTEAD W. ELLIS, JR.

ATTORNEY AT LAW
P.O. BOX 127
319 NORTH RIDGEWOOD AVENUE
DAYTONA BEACH, FLORIDA 32115
(904) 255-2433

997000032493

March 10, 1997

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

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Re: Articles of Incorporation
Automatic Speech and Language

Dear Secretary:

Enclosed please find an original and one copy of the Articles of Incorporation Inc. to be filed with the Secretary of State along with our check for the filing.

If you have any questions or need any further information, please do not hesitate to contact this office.

Sincerely,

Armistead W. Ellis, Jr.
Armistead W. Ellis, Jr.

AWE:hmg
enc.

FILED
97 APR 10 AM 11:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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W97-6814



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 25, 1997

ARMISTEAD W. ELLIS, JR., ESQ.
P. O. BOX 127
DAYTONA BEACH, FL 32115

SUBJECT: AUTOMATIC SPEECH AND LANGUAGE
Ref. Number: W97000006814

We have received your document for AUTOMATIC SPEECH AND LANGUAGE and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6925.

Brenda Baker
Corporate Specialist

Letter Number: 797A00014924

ARTICLES OF INCORPORATION

OF

AUTOMATIC SPEECH AND LANGUAGE, INC.

FILED

97 APR 10 AM 11:10

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, subscriber to these Articles of Incorporation, a natural person, over the age of 18 years, competent to contract, and duly licensed to render services as such under the laws of the State of Florida, hereby presents these Articles for the further formation of a corporation under the Corporation Act, and other laws of the State of Florida.

1. Name. The name of the Corporation is Automatic Speech and Language, Inc.

2. Nature of Business. The general nature of the business to be transacted by the corporation is providing speech and language therapy for children and adults.

(a) to engage in every phase and aspect of the business of speech therapy;

(b) to invest the funds of the Corporation in real estate, mortgages, stocks, bonds, or any other type of investment, and to own real and personal property necessary for the conduct of its business;

(c) to do everything necessary and proper for the accomplishment of any of the purposes, or the attaining of any of the objectives, or the furtherance of any of the purposes enumerated in these Articles of Incorporation or any amendment thereof necessary or incidental to the protection and benefit of the Corporation, and in general, either alone or in association with other corporations, firms, or individuals, to carry on any

lawful pursuit necessary of incidental to the accomplishment of the purposes or the attainment of the objectives or the furtherance of such purposes or objectives of the Corporation.

The foregoing paragraphs shall be construed as enumerating both objectives and purposes of the Corporation; and it is hereby expressly provided that the foregoing enumeration of specific purposes shall not be held to limit or restrict in any manner the purposes of the Corporation otherwise permitted by law.

3. Capital Stock. The maximum number of shares of stock that the Corporation is authorized to have outstanding at any one time is 100 shares of common stock having no par value.

4. Term of Existence. The Corporation is to exist perpetually.

5. Address. The street address of the initial registered office of this Corporation is 319 North Ridgewood Avenue, Daytona Beach, Florida, and the name of the initial registered agent at that address is Armistead W. Ellis, Jr.

6. Directors. The business of the Corporation shall be managed by its Board of Directors. The number of directors constituting the entire Board shall not be less than one and subject to such minimum, may be increased or decreased from time to time by amendment of the By-Laws in a manner not prohibited by law. Until so changed the number shall be 1.

7. Initial Directors. The names and street addresses of the members of the first Board of Directors is:

Nicole Stavracos
P.O. Box 160854
Altamonte Springs, FL 32716-0854

8. Subscribers. The names and street addresses of the persons signing the Articles of Incorporation as subscribers are

Nicole Stavracos
P.O. Box 160854
Altamonte Springs, FL 32716-0854

9. Voting Trusts. No shareholder of the Corporation shall enter into a voting trust agreement or any other type of agreement vesting in another person the authority to exercise the voting power of any or all of his shares unless said voting trust shall be executed by all persons then holding stock in the corporation.

10. Contracts. No contract or other transaction between the Corporation and any other corporation shall be affected by the fact that any director of the Corporation is interested in, or is a director or officer of, such other corporation, and any director, individually or jointly, may be a party to, or may be interested in, any contract or transaction of the Corporation or in which the Corporation is interested; and no contract or other transaction of the Corporation which any person, firm, or corporation shall be an interested party in shall be affected by the fact that any director of the Corporation is a party to or in any way connected with such person, firm, or corporation, and every person who may become a director of the Corporation is hereby relieved from any liability that might otherwise exist from contracting with the Corporation for the benefit of himself or any firm, association, or corporation in which he may be in any way interested.

11. Removal of Directors. The shareholders of this Corporation shall be entitled to remove any director from office during his term.

12. Restraint on Alienation of Shares. The shareholders of the Corporation shall have the power to include in the By-Laws, adopted by a two-thirds majority of the stockholders of the Corporation, any regulation or restrictive provisions regarding the proposed sale, transfer, or other disposition of any outstanding shares of the Corporation by any of its shareholders. The manner and form, as well as the relevant terms, conditions, and details thereof, shall be determined by the shareholders of the Corporation; provided, however, that such regulation or restrictive provisions shall not affect the rights of the third parties without actual notice thereof, unless the existence of such provisions shall be plainly written upon the certificate evidencing the ownership of such shares. No shareholder of the Corporation may sell or transfer his shares therein except to another individual who is eligible to be a shareholder of the Corporation, and such sale or transfer may be made only after the same shall have been approved at a stockholders' meeting specially called for such a purpose.

13. Additional Corporate Powers. In furtherance and not in limitation of the general powers conferred by the laws of the State of Florida and of the purposes and objects herein stated, the Corporation shall have all the following powers:

(a) to enter into, or become a partner in, any arrangement for sharing profits, union of interest, or cooperation, joint venture, or otherwise, with any person, firm, or corporation for the purpose conducting any legal business;

(b) at its option, to purchase and acquire any or all

of its stock owned and held by any such shareholder as should desire to sell, transfer, or otherwise dispose of his shares in accordance with the By-Laws adopted by the shareholders of the Corporation setting forth the terms and conditions of such purchase; provided, however, that the capital of the Corporation is not impaired;

(c) at its option, to purchase and acquire the shares owned and held by any shareholder who dies, in accordance with By-Laws adopted by the shareholders of the Corporation setting forth the terms and conditions of such purchase; provided, however, that the capital of the Corporation is not impaired.

14. Amendment. These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the shareholders, and approved at a shareholders' meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the shareholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made. All rights of shareholders are subject to this reservation.

15. By-Laws. The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the shareholders.

16. Calling of Special Meetings. Special meeting of shareholders may be called by a majority of the Board of Directors, President or Vice President of the Corporation.

17. Meetings by Conference Telephone. Members of the Board

of Directors may participate in meetings of the Board of Directors by means of conference telephone as provided by law.

18. Action by Directors Without a Meeting. The Directors of this Corporation may take action by written consent, as provided by law.

19. Indemnifications. The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

IN WITNESS WHEREOF, Nicole Stavracos, the subscriber has executed these Articles of Incorporation this 29th day of January, 1999.


Nicole Stavracos

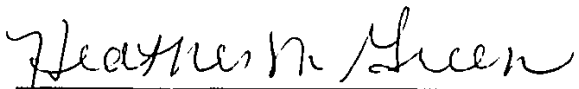
STATE OF FLORIDA
COUNTY OF

I, Heather M. Green, a notary public in and for said State and County, do hereby certify that Nicole Stavracos, whose name is signed to the foregoing instrument and who are's ☒ personally known to me and/or ☐ identified with the following picture identification N/A and acknowledged before me that on this day that, being informed of the contents of such instrument, that the instrument was executed voluntarily and is true based upon personal knowledge, information and belief.

GIVEN under my hand and seal this 29th day of January, 1999.



HEATHER M. GREEN
Notary Public, State of Florida
My Comm. Exp. Apr 8, 2000
Comm. No. CC 546304


Notary Public in and for State and
County aforesaid

My commission expires:

DESIGNATION OF REGISTERED AGENT OF
AUTOMATIC SPEECH AND LANGUAGE, INC.

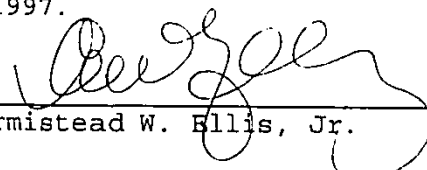
The street address of the initial registered agent of the Corporation is 319 North Ridgewood Avenue, Daytona Beach, FL 32114 and the name of the initial registered agent of the Corporation at that address is Armistead W. Ellis, Jr.

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

The undersigned, having been designated as Agent for the Service of Process within the State of Florida upon Automatic Speech and Language, Inc. does hereby accept appointment as such agent for the above named corporation.

The location of the office of the said corporation is 319 North Ridgewood Avenue, Daytona Beach, FL 32114.

IN WITNESS WHEREOF, the name and seal of the said Registered Agent is hereby affixed at Volusia County, of the State of Florida, this 7 day of April, 1997.


Armistead W. Ellis, Jr.

STATE OF FLORIDA
COUNTY OF VOLUSIA

I, Heather Green a notary public in and for said State and County, do hereby certify that Armistead W. Ellis, Jr. whose name is signed to the foregoing instrument and who is ☒ personally known to me and/or ☐ identified with the following picture identification n/a and acknowledged before me that on this day that, being informed of the contents of such instrument, that the instrument was executed voluntarily and is true based upon personal knowledge, information and belief.

GIVEN under my hand and seal this 7 day of April, 1997.



HEATHER M. GREEN
Notary Public, State of Florida
M. Comm. Exp. Apr. 8, 2000
Comm. No. 546304

Heather M. Green
Notary Public in and for State and
County aforesaid
My commission expires: