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

July 24, 1997

RE: Articles of Incorporation for COMMUNITY TREATMENT SYSTEMS,
INC.

Gentlemen:

Enclosed are proposed Articles of Incorporation and the Acceptance of Designation as Registered Agent for the Corporation named above. My check for \$122.50 is also enclosed to cover the Registered Agent and filing fees and the charge for a certified copy.

Please return the acknowledgment and certified copy of the charter to this office at your convenience.

Thank you for your assistance in this matter.

Very Truly Yours,

MATT WEINSTEIN

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FILED
STATE
SECRETARY OF CORPORATIONS
JUL 27 1997
TALLAHASSEE, FL 32314

Encl: Articles (2), Designation, check

cc 7/30/97

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JUL 29 AM 12:45

Articles of Incorporation of Associates in Psychotherapy, Inc.

Article I - Name

The name of this Corporation is:
ASSOCIATES IN PSYCHOTHERAPY, INC.

Article II - Principal Office and Mailing Address

The principal office and mailing address of the Corporation shall be:
1559 San Remo Ave., Coral Gables, FL 33146

Article III - Duration

This Corporation shall have perpetual existence, commencing on the date of filing of these Articles.

Article IV - Purpose

This Corporation is organized for the purpose of engaging in the provision of services; in the import, export, purchase and sale of wholesale and retail goods and in any business permitted by law.

Article V - Powers

The Corporation shall have all the Corporate Powers enumerated in the Florida General Corporations Act, Florida Statutes, Chapter 607, et. seq.

Article VI - Capital Stock

This Corporation is authorized to issue three hundred shares of no par value common stock. Said stock shall be issued pursuant to a plan under §1244 of the Internal Revenue Code of 1954 as amended by the Small Business Tax Revision Act of 1958.

All of said Stock shall be payable in cash, services or property other than stock or securities in lieu of cash at a just valuation to be determined by the Board of Directors.

Article VII - Preemptive Rights

Every shareholder, upon the sale of any new stock of this Corporation of the same class or series as that which he already holds, shall have the right to his Pro-rata share thereof as nearly as may be done without the issuance of fractional shares at the price and under terms which said new shares are offered to others, said rights to be limited only as set forth in F.S. 607.0630.

Article VIII - Rights of Shareholders

All Corporate powers shall be exercised by or under the authority of the Shareholders and the business and affairs of the Corporation may be managed by the Shareholders. Except as otherwise provided by law, the entire voting power for the selection of directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Shares.

Article IX - Initial Registered Office and Agent

The Street Address of the Initial Registered Office of this Corporation is:

1559 San Remo Ave., Coral Gables, FL 33146

The initial Registered Agent of the Corporation at that address is:

MICHAEL CHWICK

Article X - Incorporators

The name and address of the persons signing these Articles of Incorporation are:

MICHAEL M. CHWICK, 1559 San Remo Ave., Coral Gables, FL 33146.

KAREN L. CHWICK, 1559 San Remo Ave., Coral Gables, FL 33146.

Article XI - Bylaws

The Corporation may adopt Bylaws. The sole power to adopt, amend or repeal Bylaws shall be vested in the Shareholders.

Article XII - Amendment

This Corporation reserves the right to amend or repeal, in the manner provided by law, the provisions contained in these Articles or any Amendments thereto, and any rights conferred upon Shareholders is subject to this reservation.

IN WITNESS WHEREOF the Undersigned Incorporator has executed these Articles of Incorporation this 23rd day of July, 1997, at Miami, in the County of Dade and State of Florida.

Michael M. Chwick
INCORPORATOR, MICHAEL CHWICK

Karen L. Chwick
INCORPORATOR, KAREN CHWICK

STATE OF FLORIDA
COUNTY OF DADE

BEFORE ME, the undersigned authority, personally appeared MICHAEL M. CHWICK, and KAREN L. CHWICK who is personally known to me or who produced the following identification:

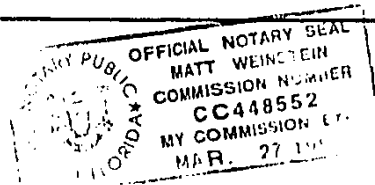
and who executed the foregoing Articles of Incorporation, and they acknowledged before me that they executed same for the purposes therein expressed.

WITNESS my hand and seal this 23rd day of July, 1997.

Matt Weinstein
NOTARY PUBLIC, State of Florida

comm # _____

print name of notary: _____



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

97 JUL 23 11:01 AM

ACCEPTANCE OF DESIGNATION BY REGISTERED AGENT

The Undersigned hereby accepts Designation as the Initial Registered Agent of ASSOCIATES IN PSYCHOTHERAPY, INC.

I understand that I shall remain as Registered Agent until I have either resigned or a successor has been appointed by the Corporation and that no such resignation or succession is effective until both the Corporation and the Secretary of State of Florida have been notified in the manner required by law. I understand that as Registered Agent I am required to be available at the Registered Office of the Corporation during normal business hours for receipt of Process and for such other purposes as required by Florida Statutes.

Signed this 23 day of July, 1997.


REGISTERED AGENT, MICHAEL CHWICK