



P98000001088

ACCOUNT NO. : 072100000032

REFERENCE : 658293 10473A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : January 6, 1998

ORDER TIME : 9:37 AM

ORDER NO. : 658293-005

CUSTOMER NO: 10473A

CUSTOMER: Michael A. Fischler, Esq  
FISCHLER & FRIEDMAN, P.A.

116 Southeast 6th Court

Ft. Lauderdale, FL 33301

500002390725--1  
-01/06/98-01035-012  
\*\*\*122.50 \*\*\*122.50

DOMESTIC FILING

NAME: ALAN L. BRAUNSTEIN, PH.D.,  
P.A.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christopher Smith

EXAMINER'S INITIALS:

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 JAN -6 PM 2:52

RECEIVED  
98 JAN -6 AM 10:41  
DIVISION OF STATE  
CORPORATIONS  
TALLAHASSEE, FL 32304

**ARTICLES OF INCORPORATION**  
**OF**  
**ALAN L. BRAUNSTEIN, Ph.D., P.A.**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 JAN -6 PM 2:52

The undersigned, a natural person competent to contract, does hereby make, subscribe and file these Articles of Incorporation for the purpose of organizing a corporation under Chapter 607 of the laws of the State of Florida.

**ARTICLE I**

**CORPORATE NAME**

The name of this Corporation shall be:

ALAN L. BRAUNSTEIN, Ph.D., P.A.

**ARTICLE II**

**NATURE OF CORPORATE BUSINESS AND POWERS**

The general nature of the business to be transacted by this Corporation shall be to engage in every aspect of the business of rendering the same professional services to the public that a Psychologist, duly licensed under the laws of the State of Florida, is authorized to render. The professional services rendered by the Corporation may be rendered only through individuals duly licensed to render professional services as psychologists under the laws of the State of Florida as defined in Chapter 490, Florida Statutes. The Corporation shall not engage in any business other than the practice of psychology. However, the Corporation may invest its funds in real estate, mortgages, stocks, bonds, or any other type of investment and may own real and personal property necessary for the rendering of professional psychological services.

The common stock of the Corporation may not be issued to anyone other than an individual who is duly licensed to render professional psychological services. No shareholder of the Corporation shall enter into a voting trust agreement or other type of agreement vesting any other person with the authority to exercise the voting power of any or all of their shares of common stock of the Corporation.

### **ARTICLE III**

#### **CAPITAL STOCK**

The maximum number of shares of stock that this Corporation shall be authorized to issue and have outstanding at any one time shall be 10,000 shares of common stock, \$1.00 par value per share.

### **ARTICLE IV**

#### **TERM OF EXISTENCE**

This Corporation shall have perpetual existence.

### **ARTICLE V**

#### **REGISTERED AGENT AND INITIAL REGISTERED OFFICE IN FLORIDA**

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

Alan L. Braunstein, Ph.D.  
1232 North University Drive  
Plantation, Florida 33322

**ARTICLE VI**

**BOARD OF DIRECTORS**

This Corporation shall have at least one director.

**ARTICLE VII**

**INITIAL DIRECTOR**

The name and address of the Initial Director of this Corporation is:

Alan L. Braunstein, Ph.D.  
1232 North University Drive  
Plantation, Florida 33322

The person named as Initial Director shall hold office for the first year of existence of this Corporation, or until his successor is elected or appointed and have qualified, whichever occurs first.

**ARTICLE VIII**

**INCORPORATOR**

The name of the person signing these Articles of Incorporation as the Incorporator is Alan L. Braunstein, Ph.D. and his address is 1232 North University Drive, Plantation, Florida 33322.

**ARTICLE IX**

**INDEMNIFICATION**

This Corporation shall indemnify to the fullest extent permitted by Section 607.0850 of the Florida Business Corporation Act, as may be amended from time to time, any director or officer of the Corporation who is a party or who is threatened to be made a party to any proceeding which is a threatened, pending or completed action

or suit brought against said officer or director in his official capacity. This Corporation shall not indemnify any director or officer in any action or suit, threatened, pending or completed, brought by him against the Corporation, in the event the officer or director is not the prevailing party. Indemnification of any other persons, such as employees or agents of the Corporation, or serving at the request of the Corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust, or other enterprise, shall be determined in the sole and absolute discretion of the Board of Directors of the Corporation.


Pursuant to Section 607.0850(9)(a) of the Florida Business Corporation Act, no court ordered indemnification shall, under any circumstances, be permitted.

#### **ARTICLE X**

##### **AFFILIATED TRANSACTIONS**

This Corporation expressly elects not to be governed by Section 607.0901 of the Florida Business Corporation Act, as amended from time to time, relating to affiliated transactions.

IN WITNESS WHEREOF, the undersigned Incorporator has executed the foregoing Articles of Incorporation this 2 day of January, 1998.

  
ALAN L. BRAUNSTEIN, Ph.D., Incorporator

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 JAN -6 PM 2:52

**NOTARY PUBLIC**  
**My Commission CC6687,7**  
**Expires August 03, 2001**

Sheryl Maximo Carter  
Notary Public  
My Commission Expires: Aug 3, 2001

**CERTIFICATE DESIGNATING REGISTERED AGENT  
AND OFFICE FOR SERVICE OF PROCESS**

ACCEPTANCE:

ALAN L. BRAUNSTEIN, Ph.D.