CAPITAL CONNECTION, INC.

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417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

January 28, 1998

CAPITAL CONNECTION, INC. 417 E. VIRGINIA ST. STE. 1 TALLAHASSEE, FL 32301

SUBJECT: DR. JODI SAMUELS SHIR, P.A.

Ref. Number: W98000001965

We have received your document for DR. JODI SAMUELS SHIR, P.A. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must list the corporation's principal office and/or a mailing address in the document.

Please return the original and one copy of 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 (850) 487-6929.

Randall Purintun Document Specialist

Letter Number: 098A00004770

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ARTICLES OF INCORPORATION FOR PROFESSIONAL CORPORATION JODI SAMUELS SHIR, Ph.D., P.A.

The undersigned natural person, competent and Licensed Psychologist in the State of Florida, acting hereby as Incorporator for the purpose of forming a Professional Service Corporation for profit under the provisions of Section 607, Florida General Corporation Act, and Section 621, Florida Professional Service Corporation, of the Florida Statutes, does hereby adopt the following Articles of Incorporation:

ARTICLE I - NAME

The name of this corporation shall be Jodi Samuels Shir, Ph.D., P.A.

ARTICLE II - PURPOSE

The general nature and purposes of business to be transacted, promoted and carried on by the corporation are as follows:

- To engage in every aspect of the practice of psychology, and all its fields of specializations, as are engaged in by psychologists.
- b. To do everything necessary and proper in accomplishing the purposes herein set forth and to do anything incidental thereto which is not forbidden under the laws of the State of Florida.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that the corporation is authorized to have outstanding at any time shall be one thousand (1,000) shares of common stock at one dollar (\$1.00) per share par value.

- a. The consideration to be paid for each share shall be payable in lawful money or property, labor or services.
- b. Shares of the corporation's stock and certificates shall be issued only to psychologists in good standing and duly licensed or otherwise legally authorized within the State of Florida to render the same professional services as this corporation

ARTICLE IV - DURATION

The corporation shall have perpetual existence, commencing on the date of filing hereof.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1200 NW 126 terrace, Sunrise, FI 33323. The name of the initial registered agent at such address is Dr. Jodi Samuels Shir.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This Corporation shall have one (1) Director initially. The number of Directors may be increased or decreased from time to time by the By-Laws but shall never be less than one (1). The name and address of the initial Director of this Corporation is:

Name Address

Dr. Jodi Samuels Shir

1200 NW 126 terrace Sunrise, Fl. 33323

ARTICLE VII - SEVERANCE AND TERMINATION OF EMPLOYMENT

If any officer, stockholder, agent or employee of this corporation becomes legally disqualified to render the professional services for which the corporation is organized,

or accepts employment that places restrictions or limitations on his continued rendering of such professional services, he shall forthwith sever all employment with the corporation, and shall not thereafter participate or share, directly or indirectly, in any earnings or profits realized by the corporation on account of professional services. The corporation shall forthwith, upon such disqualification of any shareholder, purchase such shareholder's shares and pay him all amounts owing and lawfully due to him by the corporation, except that such shares shall not be entitled to dividends.

ARTICLE VIII - INDEMNIFICATION

The Corporation shall indemnify any Officer ro Director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE IX - INCORPORATION

The name of the Incorporator executing these Articles is Dr. Jodi Samuels Shir, whose address is 1200 NW 126 terrace, Sunrise, Florida 33323.

<u>ARTICLE X - MAILING ADDRESS</u>

The Corporation's mailing address shall be 1200 NW 126 terrace, Sunrise, Florida 33323.

ARTICLE XI - AMENDMENT

The power to adopt, alter, amend or repeal the By-laws of this Corporation shall be vested in the Board of Directors and Stockholders provided that such amendment be in compliance with the laws of Florida governing a Professional Service Corporation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of

Incorporation in the State of Florida, this 4⁻⁻ day of 4eliay, 1998.

Incorporator

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the foregoing corporation, at the place designated in Article V of these Articles of Incorporation, the undersigned hereby agrees to act in such capacity, and further agrees to comply with the provisions of all statutes relative to the proper and complete discharge of the duties of the undersigned.

Dated this 4th day of Felmon, 1998

Registered Agent