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FROM: EMPIRE CORPORATE KIT COMPANY

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CONTACT: RAY STORMONT PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: JENNIFER A. HALL, PH.D., P.A.

AUDIT NUMBER..... H98000006276

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

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ARTICLES OF INCORPORATION

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OF

SECRETARY OF STATE TALLAHASSEE, FLORIDA

JENNIFER A. HALL, Ph.D., P.A.

The undersigned incorporator, for the purpose of forming a Professional Service Corporation under Chapter 621 of the Florida Statutes, hereby adopts the following Articles of Incorporation.

ARTICLE I. NAME

The name of the corporation shall be:

JENNIFER A. HALL, Ph.D., P.A.

ARTICLE II. PRINCIPAL OFFICE

The address of the principal office of this corporation shall be 729 83rd Avenue North #203, St Petersburg, Fl 33702, and the mailing address shall be the same.

ARTICLE III. PURPOSE

The purpose of this corporation shall be to engage in the Practice of Clinical Psychology.

ARTICLE IV. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having \$ 1.00 per share, par value.

Prepared By: Scott E. Tillem 10 Fairway Drive Suite 219 Deerfield Beach, Fl 33441 (954)725-0720

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ARTICLE V. ADDRESS

The street address of the initial registered office of the corporation shall be 10 Fairway Drive Suite 219, Deerfield Beach, Florida 33441, and the name of the initial registered agent of the corporation at that address is Scott E. Tillem.

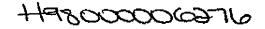
ARTICLE VI. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VII. OFFICERS AND DIRECTORS

This corporation shall have one officer and one director, initially. The name and street address of the initial officers and directors who shall hold office for the first year of the corporation, or until his successor is elected or appointed is(are):

Jennifer A. Hall 729 83rd Ave N. #203 St Petersburg, Fl 33702 President Vice-Pres Treasurer Secretary



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ARTICLE VIIL INCORPORATOR

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

Scott E. Tillem 10 Fairway Drive Suite 219 Deerfield Beach, Fl 33441

IN WITNESS WHEREOF, the undersigned has hereto set his hand on this 24th day of March , 1998.

ARTICLE IX. REGISTERED AGENT

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.

SCOTT E. TILLEM (REGISTERED AGENT)

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CERTIFICATE DESIGNATING (OR CHANGING) PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance of chapter 621 Florida Statues, the following is submitted, in compliance with said Act:

First-That JENNIFER A. HALL, Ph.D., P.A.

desiring to organize under the laws of the State of Florida with its principal office, as indicated in the articles of incorporation at City of St Petersburg, County of Pinellas , State of Florida bas named Scott E. Tillem located at 10 Fairway Drive Suite 219, City of Deerfield Beach, County of Broward, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above stated corporation, at place designated in this certificate. I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

Registered Agent