

P980000031412

Nicholas T. Schroeder
Attorney at Law
4010-D Newberry Road
Gainesville, Florida 32607

352-376-8118

April 1, 1998

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

600002478546--5
-04/03/98--01089--005
*****70.00 *****70.00

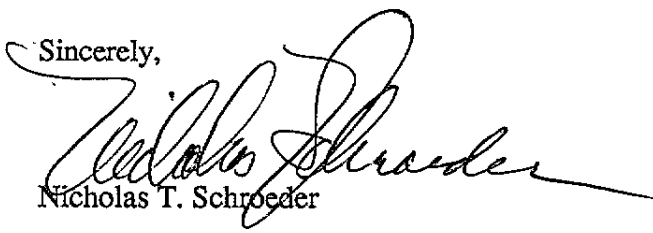
Re: *Incorporation of Psychiatric Services, P.A.*

Enclosed are the following:

1. Articles of Incorporation of Psychiatric Services, P.A.
2. Designation of Resident Agent and Acceptance
3. My Trust Account Check in the Amount of \$70.00

Please file the Articles of Incorporation and return a certificate of incorporation to this office.

Sincerely,


Nicholas T. Schroeder

Enclosures (3)

FILED
98 APR -3 PM 12:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. BROCK APR 6 1998

ARTICLES OF INCORPORATION
OF
Psychiatric Services, P.A.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 APR -3 PM 12:49

FILED

EFFECTIVE DATE
4-1-98

I, the undersigned incorporator, hereby make, subscribe, acknowledge and file with the Secretary of State of Florida, these Articles of Incorporation for the purpose of forming a professional corporation in accordance with the Florida Professional Service Corporation and Limited Liability Company Act..

ARTICLE I

Name

The name of the corporation shall be **Psychiatric Services, P.A.**

ARTICLE II

Purpose

The purpose of the corporation is to render psychiatric services to the public which may include, but not limited to:

1. Psychiatric consultation services to individuals or groups.
2. Psychiatric consultation services to private, public, county, state, and federal institutions.
3. The production and distribution of information in a variety of formats pertinent to the field of psychiatry and mental health.
4. The production and distribution of software and databases pertinent to the field of psychiatry and mental health.

At no time is the corporation obligated to provided these services, unless by a duly authorized contract or applicable federal or state law.

This professional corporation shall exist and function in compliance with the Florida Professional Service Corporation and Limited Liability Company Act and in order to properly prosecute the objects and purposes above set forth, the corporation shall have full power and authority to purchase, lease and otherwise acquire, hold, mortgage, convey and otherwise dispose of all kinds of property, both real and personal, necessary for the rendering of the service of the practice of psychological counseling.

ARTICLE III

Capital Stock

The total number of shares of capital stock authorized to be issued by the corporation shall be one thousand (1,000) shares having no par value common. All stock when issued shall be non-assessable. All stock of the corporation shall have limitations on the issue of or the transfer of stock of the corporation. The stockholders of the corporation may agree among themselves, or with the corporation, upon limitations on the transferability or assignment of the stock issued by the corporation, or provisions and agreements for pre-emptive rights of purchase with reference to such stock or any part therefore, whether issued or to be issued, or for options for the purchase in the event of the sale of the stock issued by the corporation.

At no time is the corporation obligated to provided these services, unless by a duly authorized contract or applicable federal or state law.

This professional corporation shall exist and function in compliance with the Florida Professional Service Corporation and Limited Liability Company Act and in order to properly prosecute the objects and purposes above set forth, the corporation shall have full power and authority to purchase, lease and otherwise acquire, hold, mortgage, convey and otherwise dispose of all kinds of property, both real and personal, necessary for the rendering of the service of the practice of psychological counseling.

ARTICLE III

Capital Stock

The total number of shares of capital stock authorized to be issued by the corporation shall be one thousand (1,000) shares having no par value common. All stock when issued shall be non-assessable. All stock of the corporation shall have limitations on the issue of or the transfer of stock of the corporation. The stockholders of the corporation may agree among themselves, or with the corporation, upon limitations on the transferability or assignment of the stock issued by the corporation, or provisions and agreements for pre-emptive rights of purchase with reference to such stock or any part therefore, whether issued or to be issued, or for options for the purchase in the event of the sale of the stock issued by the corporation.

ARTICLE IV

Capital to Begin Business

The amount of capital with which this corporation will begin business will be Five Hundred and 00/100 Dollars (\$500.00).

ARTICLE V

Existence of Corporation

This corporation shall have perpetual existence.

ARTICLE VI

Beginning of Corporate Existence

The date corporate existence shall begin shall be April 1, 1998.

ARTICLE VII

Management by Stockholders

The business of this corporation shall be managed by its stockholders rather than a Board of Directors. In the management of the business of the corporation, the act of the stockholders representing a majority of the outstanding shares of the corporation entitled to vote, represented in person or by proxy, shall be the act of the stockholders. Each stockholder shall be entitled to vote in person or by proxy, for each

share of voting stock held by him. A majority of the outstanding shares of the corporation entitled to vote, represented in person or by proxy, shall constitute a quorum at any meeting of the stockholders for the management of the corporation.

ARTICLE VIII

Principal Office

The initial street address of the principal office of this corporation shall be:

2603 NW 13th Street #309
Gainesville, Florida, 32609

ARTICLE IX

Subscriber

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

MICHAEL W. HASER, M.D.
2603 NW 13th Street #309
Gainesville, FL 32609

ARTICLE X

Registered Agent and Office

The name and address of the Registered Agent and Registered Office to accept service of process within the State is:

MICHAEL W. HASER
2603 NW 13th Street #309
Gainesville, FL 32609

ARTICLE XI

Amendments

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved at a Stockholders meeting by a majority of the stock entitled to vote.

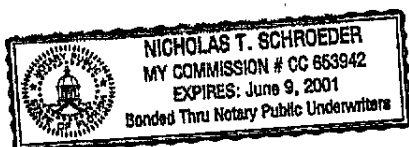
IN WITNESS WHEREOF, the undersigned, has executed these Articles of Incorporation for the uses and purposes therein stated this 1 day of April, 1998.

Michael W. Haser, M.D.
MICHAEL W. HASER, M.D.

STATE OF FLORIDA
COUNTY OF ALACHUA

Personally appeared before me, the undersigned authority, MICHAEL W. HASER, being well known or identified by her Florida Driver's License, and who did take an oath, acknowledged before me that he is a party to the foregoing Articles of Incorporation, and further acknowledge the Articles of Incorporation to be his free act and deed as the Signer thereof, and that the facts stated therein are true.

WITNESS, my hand and official seal at Gainesville, Alachua County, Florida, this 1 day of April, 1998.



Nicholas Schroeder
Notary Public
My commission expires:

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED

In compliance with Section 48.091, Florida Statutes, the following is submitted:

Psychiatric Services, P.A., desiring to organize or qualify under the laws of
the State of Florida, with its principal place of business at:

2603 NW 13th Street #309
Gainesville, Florida 32609

has named MICHAEL W. HASER, located at:

2603 NW 13th Street #309
Gainesville, Florida 32609

as its agent to accept service of process within Florida.

Mr. Haser, M.D.
MICHAEL W. HASER, M.D.

President

Date: 4/1/98

Having been named to accept service of process for the above stated
corporation, at the place designated in this certificate, I hereby agree to act in this
capacity, and I further agree to comply with the provisions of all statutes relative to the
proper and complete performance of my duties.

Mr. Haser, M.D.
MICHAEL W. HASER
Registered Agent
Date: 4/1/98

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 APR -3 PM 12:49

FILED