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NAME: ORLANDO PRIZIO P.A., INC.

AUDIT NUMBER.....H98000007404

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

CERT. OF STATUS..0

PAGES..... 5

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FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

April 20, 1998

EMPIRE

SUBJECT: ORLANDO PRIZIO P.A., INC.  
REF: W98000008772

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

PLEASE MAKE THE PURPOSE MORE SPECIFIC. PLEASE REMOVE INC FROM THE REGISTERED AGENT CERTIFICATE (AFTER ORLANDO PRIZIO P.A.).

If you have any further questions concerning your document, please call (850) 487-6926.

Tracy Augsburger  
Document Specialist

FAX Aud. #: H98000007404  
Letter Number: 198A00021195

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ARTICLES OF INCORPORATION OF  
Orlando Prizio, P.A.

The undersigned subscribes to these Articles of Incorporation, natural person, competent to contract, does hereby form a corporation for profit under the laws of the State of Florida. Corporate existence shall begin upon acceptance of these Articles. This corporation is to be a Small Business Corporation as defined in Section 1244 Subdivision (c)(2) of the Internal Revenue Code.

ARTICLE I. Name. The name of the corporation is  
Orlando Prizio, P.A.

ARTICLE II. Term of Existence. This corporation shall have perpetual existence.

ARTICLE III. Nature of Business. This corporation will engage in Mental Health Counseling Services permitted under the laws of the United States and of this State.

ARTICLE IV. Capital Stock. This corporation is authorized to issue 1000 shares with \$1.00 par value.

ARTICLE V. Voting Rights. Except as otherwise provided by law, the entire voting power for the election of Directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

ARTICLE VI. Preemptive Rights. Every shareholder upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro-rate share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

Prepared By: David Hernandez  
210 University Dr. #502  
Coral Springs, FL 33071  
954-346-7288

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ARTICLE VII. Initial Registered Principal Office and Agent. The street address of the initial registered office of this corporation is: 210 University Dr., 502 Coral Springs, Fl 33071 and the name of the initial registered agent of this corporation at that address is Orlando Prizio.

ARTICLE VIII. Initial Board of Directors. The corporation shall have 1 Director(s) initially. The number of Directors may be either increased or diminished from time to time by the by-laws but never be less than one. The name and address of the initial Directors of this corporation is:

Orlando Prizio  
210 University Drive #502  
Coral Springs, FL 33071

ARTICLE IX. Officers. The initial officers of the corporation will be: Orlando Prizio/President, Treasurer and Secretary.

ARTICLE X. Incorporator. The person signing these Articles of Incorporation has the following name and address:

Orlando Prizio  
210 University Drive #502  
Coral Springs, FL 33071

ARTICLE XI. By-Laws. The power to adopt, alter, amend or re-peal by-laws shall be vested in the Board of Directors and the shareholders.

ARTICLE XII. Amendment. The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XIII. The Street address of the Principal place of business is: 210 University Dr., 502 Coral Springs, FL, 33071.

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IN WITNESS WHEREOF, the undersigned subscriber has  
executed these Articles of Incorporation this 10th day of  
April, 1998.

Orlando Prizio (SEAL)

STATE OF FLORIDA  
COUNTY OF BROWARD

BEFORE ME, the undersigned authority, personally  
appeared, Orlando Prizio known to be and known by  
me to be the person who executed the foregoing Articles  
of Incorporation and he acknowledged before me that he  
executed the same for the use and purposes therein expressed.

WITNESS my hand and official seal this 10th day of  
April, 1998.

\_\_\_\_\_  
NOTARY PUBLIC

My Commission Expires: \_\_\_\_\_

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CONSENT TO APPOINTMENT AS REGISTERED AGENT

TO: Secretary of State of Florida Division of Corporations  
Department of State Tallahassee, FL 32304

I, Orlando Prizio, do hereby consent to serve as  
registered agent for the Corporation, Orlando Prizio P.A.  
this day of 10th day of April, 1998.

  
Orlando Prizio

Address of registered agent:

210 University Drive #502  
Coral Springs, FL 33071

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