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Gale M. Greenberg, J.D., M.S.W., L.C.S.W.
20231 Northeast 10th Court
North Miami Beach, FL 33179

FILED
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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May 6, 1998

Via Federal Express

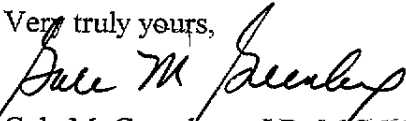
Secretary of State- Dept. of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

Re: Articles of Incorporation of Gale M. Greenberg, J.D., M.S.W., L.C.S.W., P.A.
and Deena Weiss, L.C.S.W., P.A.

Dear Sir or Madam,

Enclosed please find the following documents : (i) two originally executed copies of the articles of incorporation for each of the above-referenced professional associations and; (ii) filing fees in the amount of \$122.50 for each of the respective professional associations. Please file the articles of incorporation immediately and return a certified copy of each to me as soon as possible. Thankyou very much for your prompt attention to this matter. Please do not hesitate to contact me at (305) 653-1716 should you have any questions or comments.

Very truly yours,



Gale M. Greenberg, J.D., M.S.W., L.C.S.W.

FL LIC # SW 0004812

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**Articles of Incorporation
of
Gale M. Greenberg, J.D., M.S.W., L.C.S.W., P.A.**

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The undersigned, for the purposes of forming a professional corporation under the provisions of §607 of the Florida Business Corporation Act and §621 of the Professional Service Corporations Act (1993), adopts the following Articles of Incorporation.

ARTICLE I

The name of the corporation is Gale M. Greenberg, J.D., M.S.W., L.C.S.W., P.A. (hereinafter called the "Corporation").

ARTICLE II

The mailing address of this Corporation is 20231 N.E. 10th Court, North Miami Beach, Florida 33179.

ARTICLE III

The general purpose for which this corporation is organized is to engage in every aspect of the practice of clinical social work. The professional services involved in the corporation's practice of clinical social work may be rendered only by its officers, agents and employees who are duly authorized to practice clinical social work in the State of Florida.

The Corporation shall not engage in any business other than the practice of clinical social work. However, the corporation may invest its funds in real estate, mortgages, stocks, bonds and other types of investments, and may own real and personal property necessary for the rendering of the professional services authorized hereby.

ARTICLE IV

The aggregate number of shares which the Corporation shall have authority to issue is 1,000 shares of Common Stock, par value \$1.00 per share.

ARTICLE V

The street address of the initial registered office of this corporation is 20231 N.E. 10th Court, North Miami Beach, FL 33179 with the privilege of having its offices and branch offices at other places within or without the State of Florida. The name of the initial registered agent of this corporation at that address shall be Gale M. Greenberg.

ARTICLE VI

The Corporation shall have one director initially. The number of Directors may be either increased or decreased from time to time as provided for in the bylaws of the Corporation, but shall never be less than one. The name and address of the initial director of this Corporation is Gale M. Greenberg, 20231 N.E. 10th Court, North Miami Beach, FL 33179.

ARTICLE VII

The name and address of the person signing these Articles of Incorporation is Gale M. Greenberg, 20231 N.E. 10th Court, North Miami Beach, FL 33179.

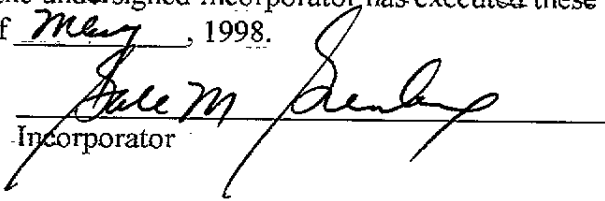
ARTICLE VIII

This Corporation shall only issue its common stock to an individual who is duly licensed to render the same specific professional services as those for which the Corporation was incorporated. Shareholders of the Corporation shall not enter into a voting trust agreement or any other type of agreement vesting another person with the authority to exercise the voting power of any or all of his/her stock.

ARTICLE IX

This corporation shall indemnify each director, officer and shareholder of the corporation against any and all liability and expenses incurred by him/her in connection with or arising out of any action, suit or proceeding in which she/he may be involved by reason of his/her being or having been an officer, director or shareholder of the corporation to the full extent not prohibited by law.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 12th day of May, 1998.


Incorporator

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned, having been named the Registered Agent of Gale M. Greenberg, J.D., M.S.W., L.C.S.W., P.A., hereby accepts such designation, and is familiar with and accepts the obligations of such position, as provided in Florida Statutes §607.0505.

Gale M. Greenberg
Registered Agent

Dated this 12th day of May, 1998.

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