

TRANSMITTAL LETTER

P 98 0000 60622

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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-07/08/98-01023--004
*****78.75 *****78.75

SUBJECT: NORTHLAKE CENTER FOR COUNSELING, INC.
(Proposed corporate name - must include suffix)

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98 JUL -8 AM 9:01
FILED
SECRETARY OF STATE
FLORIDA
TALLAHASSEE

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate

\$122.50
Filing Fee
& Certified Copy

\$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: L. Susan Davis
Name (Printed or typed)

5621 Old Mystic Ct.
Address

Jupiter, FL 33458
City, State & Zip

(561) 575-2796
Daytime Telephone number

F. CHESSEY JUL 9 1998

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION
OF
NORTHLAKE CENTER FOR COUNSELING, INC.

The undersigned subscriber to these Articles of Incorporation, being a natural person competent to contract, hereby subscribes to the formation of a corporation under the laws of the State of Florida.

ARTICLE I
Name

The name of this Corporation is NORTHLAKE CENTER FOR COUNSELING, INC.

ARTICLE II
Term of Existence

This Corporation shall commence upon the filing of these Articles and shall exist perpetually.

ARTICLE III
Purpose

To engage in any activity or business lawful under the laws of the State of Florida or the United States of America.

ARTICLE IV
Capital Stock

This Corporation is authorized to issue One Thousand (1000) shares of (\$1.00) par value, common stock.

The shares of this Corporation are not to be divided into classes.

ARTICLE V
Pre-emptive Rights

Every shareholder, upon the sale for cash of any new stock of this Corporation shall have the right to purchase his pro-rata share thereof (as nearly as can be done without issuing fractional shares), at the price at which it is offered to others.

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TALLAHASSEE, FLORIDA
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ARTICLE VI
Initial Registered Office, Agent and Corporation

The initial street address in Florida of the initial registered office of this Corporation is 3450 Northlake Boulevard, Suite 209, Palm Beach Gardens, Florida 33403 and the name of the initial registered agent of this Corporation at that address is L. Susan Davis. The initial address of the Corporation is 3450 Northlake Boulevard, Suite 209, Palm Beach Gardens, Florida 33403.

ARTICLE VII
Board of Directors

The initial Board of Directors shall consist of one director initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one. The name and address of the person who shall serve as director until the first annual meeting of shareholders or until her successor shall have been elected and qualified is as follows:

Susan Davis
5621 Old Mystic Ct.
Jupiter, FL 33458

ARTICLE VIII
Cumulative Voting

The shareholders of this Corporation shall be allowed to vote their shares cumulatively so as to give one candidate as many votes as the number of directors to be elected multiplied by the number of shares to distribute them among as many candidates as she may wish. Notice must be given to the President of this Corporation not less than twenty-four (24) hours prior to the time set for the holding of the shareholders' meeting for the election of directors that said shareholder intends to accumulate his vote at the election.

ARTICLE IX
Incorporator

The name and address of the initial incorporator is as follows: L. Susan Davis, 5621 Old Mystic Ct., Jupiter, Florida 33458.

ARTICLE X
Amendment to Articles

The shareholders shall have the power to adopt, amend, alter, change or repeal the Articles of Incorporation when proposed and approved at a shareholders' meeting with not less than a majority vote of the common stock.

ARTICLE XI
Acceptance by Registered Agent

The Registered Agent is familiar with and accepts the duties and responsibilities of a registered agent for said corporation.

IN WITNESS WHEREOF, the undersigned has made and subscribed to these Articles of Incorporation in Jupiter, Palm Beach County, Florida, this 6 day of July, 1998.

L. Susan Davis
L. Susan Davis, Incorporator & Registered Agent

STATE OF FLORIDA
COUNTY OF PALM BEACH

I HEREBY CERTIFY that on this day before me, an officer duly qualified to take Acknowledgments, personally appeared L. SUSAN DAVIS, and personally known by me to be the person described in and who executed the foregoing instrument and acknowledged before me that she executed the same.

WITNESS my hand and official seal in the County and State last aforesaid, this 6 day of July, 1998.

Beth A. Ryan
Notary Public
Print Name: Beth A. RYAN

My Commission Expires:
10/12/99

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98 JUL -8 AM 9:01
SECRETARY OF STATE
ALLAHASSEE, FLORIDA

