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TRANSMITTAL LETTER

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

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-07/27/98--01059--014
*****70.00 *****70.00

SUBJECT: Tonya Menz Pignato, LCSW, P. A.

Enclosed is an original and one (1) copy of the articles of incorporation and a check for \$70.00.

FROM: Tonya Pignato, LCSW
765 Whippoorwill Isle North
West Palm Beach, Florida 33411

(561) 795-2074

(561) 967-2566

Tonya Pignato GAVE
AUTHORIZATION BY PHONE TO
CORRECT RA. acceptance
DATE 7-29-98
DOC. EXAM QN

FILED
98 JUL 27 PM 1:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

QN 7-29-98

**ARTICLES OF INCORPORATION
OF
TONYA MENZ PIGNATO, LCSW, P. A.**

FILED
98 JUL 27 PM 1:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these articles of incorporation, being duly licensed to practice social work under the laws of the State of Florida, adopts these articles to form a corporation under the Professional Service Corporation and Limited Liability Company Act, F.S. Chapter 621, and other laws of the State of Florida.

ARTICLE I. NAME

The name of the professional service corporation is TONYA MENZ PIGNATO, LCSW, P. A.

ARTICLE II. PRINCIPAL OFFICE

The principal office and mailing address of this corporation is:
765 Whippoorwill Isle North, West Palm Beach, Florida 33411.

ARTICLE III. PURPOSE

The professional service corporation is formed to engage in every phase and aspect of the practice of social work. In addition, the corporation may invest the funds of the professional service corporation in real estate, mortgages, stocks, bonds, or any other type of investment, and own real estate and personal property necessary for the rendering of professional services.

ARTICLE IV. TERM OF EXISTENCE

The professional service corporation shall have perpetual existence starting on the date these articles of incorporation are filed with the Florida Department of State.

ARTICLE V. CAPITAL STOCK

The capital stock of the professional corporation shall be 100 shares of common stock without par value.

None of the shares of the professional service corporation may be issued to anyone other than an individual duly licensed to practice social work in the State of Florida.

ARTICLE VI. REGISTERED OFFICE AND AGENT

The address of the initial registered office of this professional service corporation is 765 Whippoorwill Isle North, West Palm Beach, Florida 33411. The name of the initial registered agent at that address is Tonya Pignato, LCSW.

ARTICLE VII. BOARD OF DIRECTORS

The business of the corporation shall be managed by its board of directors. The initial board of directors shall consist of one member. The name and address of the member of the first board of directors is:

Tonya M. Pignato, LCSW, 765 Whippoorwill Isle North, West Palm Beach, Florida 33411.

ARTICLE VIII. SUBSCRIBER

The name and address of the person signing these articles of incorporation as subscriber is:

Tonya M. Pignato, LCSW, 765 Whippoorwill Isle North, West Palm Beach, Florida 33411.

ARTICLE IX. RESTRAINT ON ALIENATION OF SHARES

The shareholders of the professional service corporation shall have the power to include in the bylaws, or by separate agreement adopted by a majority of the shareholders of the professional service corporation, any regulatory or restrictive provisions regarding the proposed sale, transfer, or other disposition of any of the outstanding stock of the professional service corporation by any of its shareholders, or in the event of the death of any of its shareholders. The manner and form, as well as the relevant terms, conditions,

and details, of the disposition shall be determined by the shareholders of the professional service corporation; provided, however, that such regulatory or restrictive provisions shall not affect the rights of third parties without actual notice of the provisions unless the existence of the provisions is plainly noted on the certificate evidencing ownership of such stock. No shareholder of the professional service corporation may sell or transfer stock in the corporation except to another individual who is eligible to be a shareholder of the professional service corporation, and the sale or transfer may be made only after it has been approved at a shareholder meeting especially called for that purpose. If any shareholder becomes legally disqualified to practice social work in the State of Florida, is elected to public office, or accepts employment that places restrictions or limitations on the continuous rendering of such professional services, that shareholder's shares of stock shall immediately become subject to purchase by the professional service corporation in accordance with the bylaws adopted by the shareholders.

ARTICLE X. AMENDMENT

The corporation reserves the right to amend or repeal any provisions in these articles of incorporation in the manner provided by law. Any right conferred on the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber executed these articles of incorporation on the 14 day of July, 1998.

STATE OF FLORIDA
COUNTY OF

Tonya Menz Pignato LCSW
Tonya Menz Pignato, LCSW
Registered Agent

* I accept the designation as Registered Agent.

The foregoing articles of incorporation were acknowledged before me on this 14 day of July, 1998, by Tonya M. Pignato, LCSW, who is personally known to me or produced _____ as identification.

Gary Dario
Notary Public - State of Florida

Print, Type, or Stamp
Commissioned
Name of Notary Public

Gary Dario
My Commission CC725696
Expires March 18, 2002

FILED
98 JUL 27 PM 1:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA