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Telephone: (305) 858-7452 FIRST UNION BANK OF CORAL WAY 1699 CORAL WAY, SUITE 315 MIAMI, FLORIDA 33145

Fax: (305) 856-1959

December 29, 1998

Secretary of State Corporate Division P. O. Box 6327 Tallahassee, FL 32314

Re:

Articles of Incorporation of ADVANCE BEHAVIORAL CARE, INC.

Dear Gentleman or Madam:

400002729554--8 -01/04/99--01121--003 *****122.50 *****78.75

Enclosed please find our office account check in the amount of \$122.50, as per detail below, and original and two copies of the Articles of Incorporation of the above described corporation.

Please return a certified copy to the undersigned, whose address is:

1699 Coral Way, Suite 315 Miami, Florida 33145

Thank you for your kind attention and cooperation to this matter.

Sincerely yours,

ANTONIO E. ALONSO, ES

\$ 35.00 - Filing Fees 52.50 - Certified Copy

35.00 - Registered Agent Designation

\$122.50

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HASSEE, FLORIDA

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ARTICLES OF INCORPORATION

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SECRETARY OF STATE
TALLAHASSEE. FLORIDA

ADVANCE BEHAVIORAL CARE, INC.

ARTICLE I NAME

The name of the corporation shall be: ADVANCE BEHAVIORAL CARE, INC.

ARTICLE II DURATION

This Corporation shall have perpetual existence.

ARTICLE III PURPOSE

This Corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV CAPITAL STOCK

This Corporation is authorized to issue one hundred (100) shares of common stock without par value.

ARTICLE V INITIAL REGISTERED AGENT OFFICE AND AGENT

The street address of the initial registered office of this corporation is:

12480 S.W. 106th Street Miami, Florida 33186

The name of the initial registered agent of this corporation at that address is:

PEDRO C. PEREZ

ARTICLE VI MAILING ADDRESS

The mailing address of the corporation is:

12480 S.W. 106th Street Miami, Florida 33186

ARTICLE VII INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of director may be either increased or diminished from time to time by the By-Laws, but shall never be less that one (1).

The names and post office address of the members of the Board of Directors are:

NAME	_	<u> </u>	ADDRESS

PEDRO C. PEREZ 12480 S.W. 106th Street Miami, Florida 33186

CARON S. HELFNER 940 N.E. 182nd Terrace
North Miami Beach, FL 33162

ARTICLE VIII INCORPORATORS

The name and post office address of the subscriber of these Articles of Incorporation is:

<u>NAME</u> <u>ADDRESS</u>

CARON S. HELFNER 940 N.E. 182nd Terrace
North Miami Beach, FL 33162

ARTICLE IX AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any

amendment to them, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on this <u>11th</u> day of <u>December</u>, 1998.

INCORPORATOR: CARON S. HELFNER

STATE OF FLORIDA) (SS COUNTY OF MIAMI-DADE)

BEFORE ME, a notary public, authorized to take acknowledgment in the State and County, set forth above, personally appeared CARON S. HELFNER, known to me and known to be the person who executed the foregoing Articles of Incorporation and she acknowledged before me that she executed these Articles of Incorporation.

IN WITNESS WHEREOF, he has hereunto set his hands and affixed his official seal, in the State and County aforesaid, that I relied upon the following form(s) of identification of the above-named person(s): Valid Florida Driver's License and that an oath (was) (was not) taken, this 11th day of December , 1998.

NOTARY PUBLIC STATE OF FLORIDA

My Commission Expires:

OLGA B. GONZALEZ Notary Public - State of Florida My Commission Expires Nov 3, 2008 Commission # CC598137

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SECRETARY OF STATE
ALLAHASSEE. FLORIF.

CERTIFICATE OF REGISTERED AGENT

Having been named to accept service of process for the above corporation at the place designated in these Articles of Incorporation, 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.

PEDRO C. PEREZ Registered Agent

Dated: December 11, 1998