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LAW OFFICES OF JUSTIN G. JOSEPH, P.A.
ATTORNEYS AT LAW

Justin G. Joseph
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January 15, 1999

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

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*****70.00 *****70.00

Re: Frank Mancari, Jr. Psy.D., P.A.

Dear Sir(s):


Enclosed for filing with your office, please find proposed Articles of Incorporation for Frank Mancari, Jr. Psy.D., P.A.

Additionally, I am enclosing our firm check in the amount of \$70 to cover the following itemized expenses:

Filing Fees	\$ 35.00
Registered Agent Designation	\$ <u>35.00</u>
TOTAL	\$ 70.00

Thank you for your assistance in this matter.

Very truly yours,


Karen H. Midkiff

KHM
Enclosure(s)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

OF

FRANK MANCARI, JR., Psy.D., P.A.

The undersigned natural person, who is licensed or otherwise legally authorized to practice the profession of psychology in the State of Florida, hereby associates himself with the intention of forming a professional corporation in accordance with the Florida Professional Service Corporation Act, and hereby adopts the following articles of incorporation for such corporation:

ARTICLE I. NAME

The name of the corporation is FRANK MANCARI, JR., Psy.D., P.A.

ARTICLE II. DURATION

The period of the corporation's duration shall be perpetual or until dissolved on a vote of the shareholders as hereafter provided.

ARTICLE III. PURPOSE

The purpose of the corporation is a psychology/counseling practice. The sole and exclusive professional service to be rendered by the corporation is the practice of psychology/counseling.

ARTICLE IV. CAPITAL STOCK

The total number of shares of capital stock which the corporation shall be authorized to issue is one thousand (1,000) shares. Such shares shall be of a single class of common stock, and shall have a par value of One Dollar (\$1.00) per share. Capital stock shall initially be issued one thousand (1000) shares to FRANK MANCARI, JR.

ARTICLE V. CAPITALIZATION

The amount of capital with which the corporation will begin to practice the profession of psychology is not less than \$500.00.

ARTICLE VI. PRINCIPAL OFFICE

The address of the corporation's principal office is 36428 U.S. 19 N, City of Palm Harbor, County of Pinellas, State of Florida 34684. The name of the initial registered agent of the corporation, located at such office, is FRANK MANCARI, JR.

ARTICLE VII. CORPORATE POWERS

The corporation shall have all the rights and powers now or hereafter conferred on professional corporations by the laws of the State of Florida.

ARTICLE VIII. SUBSCRIBERS

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

Frank Mancari, Jr. 36428 U.S. 19 N.
Palm Harbor, FL 34684

ARTICLE IX. MANAGEMENT OF BUSINESS

All corporate powers shall be exercised by and under the authority of, and the business and affairs of this corporation shall be managed under, the direction of the shareholders of this corporation. This corporation will not have directors.

ARTICLE X. BYLAWS

The initial shareholder shall submit the proposed bylaws at a meeting to be held for that purpose not more than ten (10) days following the issuance of the Certificate of Incorporation. Following the adoption of the bylaws by three fourths of the shareholders, the internal affairs of the corporation are to be regulated and managed in accordance with such bylaws.

ARTICLE XI. DISSOLUTION

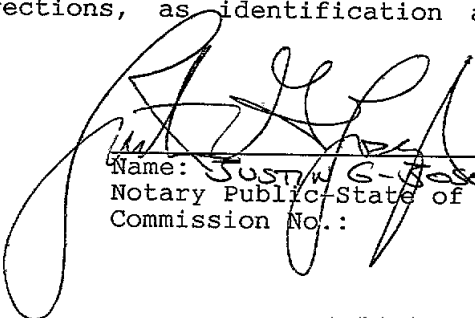
The corporation may be dissolved at any time by (1) unanimous written consent of the shareholder; or (2) on the affirmative vote of the holders of at least two-thirds of the outstanding shares of the corporation entitled to vote thereon. On dissolution, the corporate property and assets shall, after payment of all debts of the corporation, be distributed to the shareholders pro rata, each shareholder to participate in the distribution in direct proportion to the number of shares held by him.

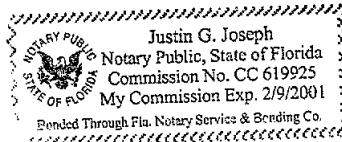
IN WITNESS WHEREOF, I, the undersigned incorporator of this corporation, have executed these articles of incorporation at Tarpon Springs, Florida, on JANUARY 13, 1999.


Frank Mancari, Jr.

STATE OF FLORIDA)
COUNTY OF PINEHILLS) SS:

The foregoing instrument was acknowledged before me this 13
day of JANUARY, 1999, by FRANK MANCARI, JR. who is
personally known to me or who has produced (☒) a Driver's License
or Non-Driver's I.D. issued by Florida or any other U.S. State; (☐)
a U.S. Passport or a Foreign Passport stamped by the U.S.
Immigration and Naturalization Services; (☐) a U.S. Military I.D.;
(☐) a Canadian or Mexican Driver's License issued by an official
agency; (☐) for an inmate in custody, an I.D. issued by the
Florida Department of Corrections, as identification and who
(did)(did not) take an oath.


Name: Justin G. Joseph
Notary Public-State of Florida
Commission No.:



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Section 48.091, Florida Statutes, the following is submitted:

FRANK MANCARI, JR., Psy.D., P.A., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at the City of Palm Harbor, State of Florida, has named FRANK MANCARI, located at 36428 U.S. 19 N., Palm Harbor, FL 34684 as its agent to accept service of process within Florida.

SIGNATURE: 

TITLE: INCORPORATOR

DATE: January 13, 1999

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby accept 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.



Date

January 13, 1999

1999 JAN 19 AM 9:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED