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Florida Department of State
Division of Corporations
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To:

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SECRETARY OF STATE
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FLORIDA PROFIT CORPORATION OR P.A.

CENTER FOR CHILD AND FAMILY COUNSELING, INC.

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$78.75

H99000032746**ARTICLES OF INCORPORATION****OF****CENTER FOR CHILD AND FAMILY COUNSELING, INC.**

The undersigned, subscriber to these Articles of Incorporation, a natural person, competent to contract, and desiring to make and enter into the following ARTICLES OF INCORPORATION, for the purpose of forming a corporation under the laws of the State of Florida, does herewith agree as follows:

1. The name by which this corporation shall be known, is: , CENTER FOR CHILD AND FAMILY COUNSELING, INC.

2. This corporation shall have perpetual existence.

3. This corporation is organized for the following purposes:

A. To engage in the business of psychological and professional counseling of children, adults, and families; and to lease, or rent real and personal property of all makes, models and description, in order to carry on the aforementioned business.

B. To purchase, improve, develop, lease, exchange, sell, dispose of, and otherwise deal in and turn to account, real and personal property; to purchase, lease, build, construct, erect, occupy and manage building of every kind and character whatsoever; to finance the purchase, improvement, development, and construction of land, and businesses belonging to or to be acquired by this company, or any other person, firm or corporation.

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William Phillips, P.A.
Florida Bar #0063132
901 Ponce DeLeon Blvd.-Suite 305
Coral Gables, Florida 33134

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TALLAHASSEE, FLORIDA

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C. This corporation shall also have those powers enumerated by Section 607.0302, Florida Statutes, as they now exist, together with any and all amendments, and/or changes to said section that may hereafter be enacted.

4. This corporation is authorized to issue One Thousand (1,000) shares of common stock, without nominal or par value.

5. The amount of capital with which this corporation shall and does business with, is the sum of One Thousand (\$1,000.00) Dollars, all of which capital has been paid in.

6. Any of the shareholders of this corporation, upon the sale for cash, of any new stock of this corporation, of the same kind, class or series, as that now being held by such shareholder, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to any other purchasers.

7. The street address of the initial Registered Agent and principal office of this corporation is 10555 S. W. 77th Court, Miami, Florida 33156; and the name of the initial Registered Agent at that address is STELLA VERNA ROSS.

8. This corporation shall have one director initially; however, the number of directors may be increased from time to time by the by-laws of the corporation, but shall never be less than one.

9. The name and address of the initial director and subscriber of this corporation is: STELLA VERNA ROSS, 10555 S. W. 77th Court, Miami, Florida 33156.

10. This corporation shall indemnify and save harmless any officer, and/or director, or any former officer or director to the full extent permitted by law.

11. The powers to adopt, alter, amend or repeal any of the by-laws of this

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corporation shall be vested in the Board of Directors, and the corporation reserves the right to amend or repeal any of the provisions of these Articles of incorporation, or any amendment thereto, and any right conversely conferred upon the shareholders of this corporation is subject to this reservation.

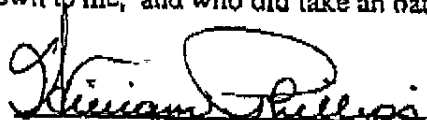
IN WITNESS WHEREOF, the undersigned Registered Agent and Subscriber has executed these Articles of Incorporation, this 21st day of December, 1999.



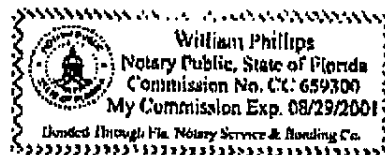
STELLA VERNA ROSS - President/Subscriber
and Registered Agent

STATE OF FLORIDA)
COUNTY OF MIAMI-DADE)

The foregoing instrument was acknowledged this 21st day of December, 1999,
by STELLA VERNA ROSS, who is personally known to me, and who did take an oath.



NOTARY PUBLIC



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**CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR SERVICE OF PROCESS
WITHIN THE STATE, NAMING AGENT UPON WHOM SERVICE MAY BE MADE**

In pursuance of Chapter 607.0302, Florida Statutes, the following is submitted in
compliance with said Act.

1. That CENTER FOR CHILD AND FAMILY COUNSELING, INC., desiring to
organize under the laws of the State of Florida, with its principal offices as indicated in the
Articles of Incorporation in Miami-Dade County, Florida, has named STELLA VERNA ROSS,
located at 10555 S. W. 77th Court, Miami, Florida 33156, as its agent to accept service of process
within this State.

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 agree to comply
with the provisions of said Act relative to keeping open said office.



STELLA VERNA ROSS

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