

STATE OF OHIO
DEPARTMENT OF STATE



TED W. BROWN
SECRETARY OF STATE

E0194-2001

RECEIPT NO. 117327

DATE 9/16/76

486873
NUMBER

E194-2001 050

RECEIVED OF
OR FILED BY BUSTAMANTE, CELEBREZZE & CRAMER CO.

THE SUM OF \$ 50.00 FOR FILING ARP OF

WILLIE S. WILLIAMS, PH.D., INC.

RETURNED TO: 117327
BUSTAMANTE, CELEBREZZE & CRAMER CO.
ATT: J.H. BUSTAMANTE
55 PUBLIC SQUARE
CLEVELAND, OH 44113

ARP \$ 50.00

TOTAL FEE \$ 50.00

NAME:
WILLIE S. WILLIAMS, PH.D., INC.



E194-2002 117327



TED W. BROWN
Secretary of State

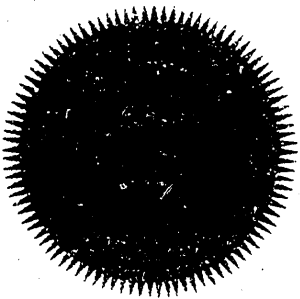
Certificate

486873

It is Heretby Certified that the Secretary of State of Ohio has custody of the
Records of Incorporation and Miscellaneous Filings; that said records show
the filing and recording of: ARP of
WILLIE S. WILLIAMS, PH.D., INC.

United States of America
STATE OF OHIO
Office of the Secretary of State

Recorded on Roll E194 at Frame 2003 of the
Records of Incorporation and Miscellaneous Filings.



Witness my hand and the seal of the Secretary of State, at the City of
Columbus, Ohio, this 15TH day of SEPTEMBER, A. D. 1976

A handwritten signature in cursive script, reading "Ted W. Brown".

TED W. BROWN
Secretary of State

PROFESSIONAL E0194-2003

486873
ARTICLES OF INCORPORATION

OF

WILLIE S. WILLIAMS, Ph.D, INC.

APPROVED

By

Date

Amount

The undersigned, a citizen of the United States, desiring to form a professional corporation, under Section 1785 of the Corporation Act of Ohio, does hereby certify:

FIRST: The name of the Corporation shall be

WILLIE S. WILLIAMS, Ph.D, INC.

SECOND: The place in the State of Ohio where its principal office is to be located is Cleveland, in Cuyahoga County.

THIRD: The purposes of the corporation are as follows:

(A) To engage in research and the practice of psychology and psychotherapy, in all branches and to do all other activities ancillary to or necessary for the carrying on of the foregoing professional objective.

The foregoing clause shall be construed both as objectives and powers, and it is expressly provided that the foregoing enumeration of specific powers shall not be held to limit or restrict in any manner the powers of this Corporation and are in furtherance of and in addition to and not in limitation of the general powers conferred by the laws of the State of Ohio.

FOURTH: The maximum number of shares which the Corporation is authorized to have outstanding is Five Hundred (500) shares of common stock, without par value.

E0194-2004

Shares without par value may be issued pursuant to subscriptions taken by the Incorporator for such amount of consideration as may be specified by the Incorporator, and, after organization, shares without par value now or hereafter authorized may be issued or agreed to be issued from time to time for such amount or amounts of consideration as may be fixed from time to time by the Board of Directors. The Board of Directors in its discretion may fix different amounts and/or kinds of consideration for the issuance of shares without par value, whether issued at the same or at different times, and may determine that only a part or portion of the amount or amounts of consideration which shall be received by the corporation shall be stated capital. Any and all shares without par value so issued, the consideration for which, as fixed by the Incorporator or by the Board of Directors, has been paid or delivered, shall be fully paid and non-assessable.

~~FIFTH:~~ The amount of capital with which the Corporation shall begin business is One Thousand Dollars (\$1,000.00).

IN WITNESS WHEREOF, I have hereunto subscribed my name
this 14th day of September, 1976.



Willie S. Williams
2690 Green Road
Shaker Heights, Ohio 44122

E0194-2005

ORIGINAL APPOINTMENT OF AGENT

The undersigned, being the Incorporator of WILLIE S. WILLIAMS, Ph.D, Inc., hereby appoints WILLIE S. WILLIAMS, a natural person, resident in the County in which the Corporation has its principal office, upon whom any process, notice or demand required or permitted by statute to be served upon the Corporation may be served. His complete address is 2690 Green Road, Shaker Heights, Ohio 44122.



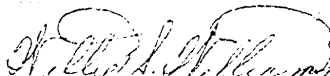
Willie S. Williams
2690 Green Road
Shaker Heights, Ohio 44122

WILLIE S. WILLIAMS, Ph.D, INC.

September 14, 1976

Gentlemen:

I hereby accept the appointment as Agent of this Corporation, upon whom process, tax notices or demands may be served.



Willie S. Williams
2690 Green Road
Shaker Heights, Ohio 44122