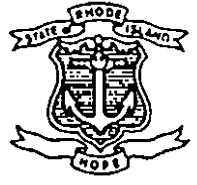


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STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS  
Office of the Secretary of State  
Corporations Division  
100 North Main Street  
Providence, Rhode Island 02903-1335

BUSINESS CORPORATION

APPLICATION FOR CERTIFICATE OF AUTHORITY

ursuant to the provisions of Section 7-1.1-103 of the General Laws, 1956, as amended, the undersigned corporation hereby applies  
or a Certificate of Authority to transact business in the State of Rhode Island, and for that purpose submits the following statement:

The name of the corporation is PsychPartners, Inc.

It is incorporated under the laws of Delaware

The name, if different, which it elects to use in Rhode Island is:

(a) If the name of the corporation in its jurisdiction of incorporation does not contain the word "corporation," "company,"  
"incorporated," or "limited" (or an abbreviation thereof), then list the name of the corporation with the addition of one of the  
above corporate endings for use in Rhode Island:

(b) If the corporate name is not available in Rhode Island, then set forth below the fictitious name under which the corporation will  
qualify and transact business in Rhode Island as stated in the "Fictitious Business Name Statement" to be filed with this  
Application:

The date of its incorporation is May 31, 1995 and the period of its duration is perpetual

The address of its principal office in the state or country under the laws of which it is incorporated is 1209 Orange St.  
Wilmington, DE 19805-19801

The address of its proposed registered office in Rhode Island is 123 Dyer Street  
(Street)  
Providence, RI 02903 and the name of its proposed registered agent in Rhode Island at  
(City/Town) (Zip Code)

that address is CT Corporation System

The specific purpose or purposes which it proposes to pursue in the transaction of business in Rhode Island are:  
Own, operate and manage behavioral healthcare facilities and practices

The names and respective addresses of the directors and officers are:

Name	Address
Director <u>See attached</u>	
Director _____	
President _____	
Vice President _____	
Secretary _____	
Treasurer _____	

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CORPORATIONS DIVISION

9 The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value or Statement that Shares are without Par Value</u>
3,000	common stock		\$.01 par value

10. The aggregate number of its issued shares, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value or Statement that Shares are without Par Value</u>
310	common stock		\$.01 par value

11. (a) An estimate of the value of all property to be owned by the corporation for the following year, wherever located, is \$ 8,649,407.

(b) An estimate of the value of the corporation's property to be located within Rhode Island during the following year is \$ 39,443.

(c) An estimate, expressed as a percentage, of the proportion that the estimated value of the property of the corporation to be located within this state during the following year bears to the value of all property of the corporation to be owned during the following year, wherever located : 46 % [divide (b) by (a) and multiply by 100 to obtain the percentage].

12. (a) An estimate of the gross amount of business to be transacted by the corporation during the following year is \$ 71,774,776.

(b) An estimate of the gross amount of business to be transacted by the corporation at or from places of business in Rhode Island during the following year is \$ 453,573.

(c) An estimate, expressed as a percentage, of the proportion that the gross amount of business to be transacted by the corporation at or from places of business in this state during the following year bears to the gross amount thereof which will be transacted by the corporation during the following year .63 % [divide (b) by (a) and multiply by 100 to obtain the percentage].

13. This application is accompanied by certified copies of its articles of incorporation and all amendments thereto, duly authenticated by the secretary of state or other authorized officer of the jurisdiction of its incorporation.

Dated April 29, 19 98

PsychPartners, Inc.  
(Exact Corporate Name of Corporation Making Application)

By Kerry G. Teel  
☒ President or ☐ Vice President (check one)

By Emmett E. McLean AND  
☒ Secretary or ☐ Assistant Secretary (check one)

STATE OF ALABAMA  
COUNTY OF JEFFERSON

In BIRMINGHAM, on this 29th day of APRIL, 19 98, personally appeared before me KERRY G. TEEL AND EMMETT E. MCLEAN, an officer of the corporation, who, under oath, verified that the information contained in this Application is true and accurate.

Martha May Trimble  
Notary Public  
My Commission Expires: Aug. 15, 1999

**PSYCHPARTNERS, INC.**

**Officers and Directors**

Officers

Kerry G. Teel  
President  
1900 International Park Drive  
Suite 220  
Birmingham, Alabama 35243

Emmett E. McLean  
Senior Vice President, Secretary and Treasurer  
1900 International Park Drive  
Suite 220  
Birmingham, Alabama 35243

Richard D. Robins  
Vice President  
1900 International Park Drive  
Suite 220  
Birmingham, Alabama 35243

Thomas P. Kent  
Vice President  
1900 International Park Drive  
Suite 220  
Birmingham, Alabama 35243

Directors

Kerry G. Teel  
Director  
1900 International Park Drive  
Suite 220  
Birmingham, Alabama 35243

Emmett E. McLean  
Director  
1900 International Park Drive  
Suite 220  
Birmingham, Alabama 35243