

ARTICLES OF INCORPORATION
OF
MID-OHIO PSYCHOLOGICAL SERVICES, INC.

The undersigned, desiring to form a corporation not for profit, under Section 1702.01 et sec., Revised Code of Ohio, do hereby certify:

FIRST: The name of said corporation shall be Mid-Ohio Psychological Services, Inc.

SECOND: The place in this state where the principal office of the Corporation is to be located is the City of Lancaster, Fairfield County, Ohio.

THIRD: The purposes for which the corporation is organized are to receive and maintain real or personal property, or both, and, subject to the restrictions and limitations hereinafter set forth, to use and apply the whole or any part of the income therefrom and the principal thereof exclusively for charitable, scientific, literary, or educational purposes either directly or by contributions to organizations that qualify as exempt organizations under Section 501(c) (3) of the Internal Revenue Code and its Regulations as they now exist or as they may hereafter be amended.

FOURTH: No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, any Trustee or Officer of the corporation, or any member of the corporation or any other private individual (except that reasonable compensation may be paid for services rendered to or for the corporation affecting one or more of its purposes, and no Trustee or Officer of the Corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the corporation. No substantial part of the activities of the corporation shall be the carrying on of propoganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office.

FIFTH: Notwithstanding any other provision of these Articles of Incorporation, the corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt from taxation under Section 501(c) (3) of the Internal Revenue Code and its Regulations as they not exist or as they may hereafter be amended, or by an organization, contributions to which are deductible under Section 170(c) (2) of the Internal Revenue Code and Regulations as they now exist or as they may hereafter be amended.

SIXTH: Upon the dissolution of the corporation, the Board of Trustees shall, after paying or making provision for the payment of all of liabilities of the corporation, dispose of all the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Trustees shall determine. Any of such assets not so disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

SEVENTH: The following persons, not less than three (3), shall serve said corporation as Trustees until the first annual meeting or other meetings called to elect Trustees.

(Name)	(Address)
<u>Stephanie L. Miller, Ph.D.</u>	<u>123 S. Broad St. Suite 205 Lancaster, Ohio 43130</u>
<u>Bradley A. Hedges, Ph.D.</u>	<u>166 W. North St. Ostrander, Ohio 43061</u>
<u>Bill Woods</u>	<u>381 S. Grant Ave. Columbus, Ohio 43216</u>

In Witness Whereof, the undersigned have subscribed our names this _____ day of _____, 19__.

Stephanie L Miller
(Incorporator)

Bradley A Hedges
(Incorporator)

Bill Woods
(Incorporator)

ORIGINAL APPOINTMENT OF AGENT
OF
MID-OHIO PSYCHOLOGICAL SERVICES, INC.

The undersigned, being the incorporators of Mid-Ohio Psychological Services, Inc., hereby appoints _____
Stephanie L. Miller, Ph.D., a natural person, whose residence is in the county in which the corporation has its principal office, as statutory agent, 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:

123 South Broad Street, Suite 205, Lancaster, Ohio 43130.

Stephanie L. Miller
(Incorporator)

[Signature]
(Incorporator)

Bill Woods
(Incorporator)