

**Secretary of State
Corporations Division
Suite 315, West Tower
2 Martin Luther King Jr. Dr.
Atlanta, Georgia 30334-1530**

CONTROL NUMBER: 9808811
EFFECTIVE DATE: 02/26/1998
COUNTY : FULTON
REFERENCE : 0093
PRINT DATE : 03/06/1998
FORM NUMBER : 311

JANIS L. ROSSER
535-B COLONIAL PARK DRIVE
STE 101
ROSWELL GA 30075

CERTIFICATE OF INCORPORATION

I, Lewis A. Massey, the Secretary of State and the Corporation Commissioner of the State of Georgia, do hereby certify under the seal of my office that

**SNZ CORPORATION
A DOMESTIC NONPROFIT CORPORATION**

has been duly incorporated under the laws of the State of Georgia on the effective date stated above by the filing of articles of incorporation in the office of the Secretary of State and by the paying of fees as provided by Title 14 of the Official Code of Georgia Annotated.

WITNESS my hand and official seal in the City of Atlanta and the State of Georgia on the date set forth above.



Lewis A. Massey
LEWIS A. MASSEY
SECRETARY OF STATE

**ARTICLES OF INCORPORATION
OF
SNZ CORPORATION**

ARTICLE 1.

The name of the Corporation is:

SNZ CORPORATION

ARTICLE 2.

The Corporation is organized pursuant to the provisions of the Georgia Nonprofit Corporation Code.

ARTICLE 3.

The Corporation is organized for the following purposes:

To establish a child placement agency, and any and all purposes, either alone or in combination with other purposes, the transaction of any lawful activity, all consistent with the requirements of the Georgia Nonprofit Corporation Code.

ARTICLE 4.

The Corporation shall have members.

ARTICLE 5.

The name and address of the incorporator is:

Janis L. Rosser
535 B Colonial Park Drive
Suite 101
Roswell, Georgia 30076

ARTICLE 6.

The initial director shall be:

Serg Nickols
875 Old Roswell Road, Suite D-500
Roswell, GA 30076

ARTICLE 7.

The Corporation shall have perpetual duration.

ARTICLE 8.

The street address of the registered office is 535 B Colonial Park Drive, Suite 101, Roswell, Georgia 30075, in Fulton County, Georgia. The registered agent at such address is Janis L. Rosser, Esq.

ARTICLE 9.

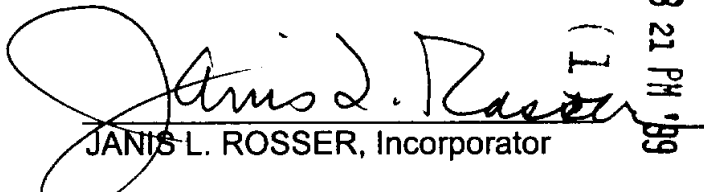
The personal liability of any directors of the Corporation to the Corporation or to its members for monetary damages for breach of duty of care or other duty as a director shall be eliminated or limited, it being fully understood that no provision shall eliminate or limit the liability of the directors to acts as set forth in O.C.G.A. § 14-3-202 (4) (A) through (D).

ARTICLE 10.

The principal mailing address of the corporation is 875 Old Roswell Road, Suite D-100, Roswell, GA 30075

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation.

This 25th day of February, 1998.


JANIS L. ROSSER, Incorporator

SECRETARY OF STATE
FEB 26 3 21 PM '98
BSR (1)

The Law Office of

Janis L. Rosser, P.C.

535-B Colonial Park Drive
Suite 101
Roswell, Georgia 30075

February 25, 1998

Telephone 770-645-5400
Fax 770-587-1767

The Honorable Lewis A. Massey
Secretary of State
Suite 315, West Tower
2 Martin Luther King, Jr. Drive
Atlanta, Georgia 30334-1530

Ref: SNZ Corporation

Dear Sir:

In accordance with Section 14-2-101, Official Code of Georgia Annotated (OCGA), you will find enclosed the following documents:

1. Form 227 – Transmittal Form with attached \$60 filing fee check for filing with Secretary of State.
2. The original and one conformed copy of the Articles of Incorporation of the above captioned corporation.
3. The original and one copy of the Certificate previously issued by you reserving the name of the above captioned corporation.

We will appreciate your processing these documents in the manner prescribed by Section 14-2-101, and issuing a Certificate of Incorporation to the above captioned corporation and attach it to the conformed copy of the Articles of Incorporation and return it to this office.

Yours very truly,


Janis L. Rosser

JRL/mp



OFFICE OF SECRETARY OF STATE
CORPORATIONS DIVISION
Suite 315, West Tower, 2 Martin Luther King Jr., Drive
Atlanta, Georgia 30334-1530
(404) 656-2817

CATHY COX
Assistant Secretary of State -
Operations

LEWIS A. MASSEY
Secretary of State

TRANSMITTAL INFORMATION FOR GEORGIA
PROFIT OR NONPROFIT CORPORATIONS

WARREN H. RARY
Director

DO NOT WRITE IN SHADED AREA - SOS USE ONLY

DOCKET # 980580728 PENDING CONTROL # P218848 CONTROL # 9808811
 Docket Code 34 Corporation Type DA
 Date Filed 2/26/98 Amount Received \$ 60 Check/Receipt # 11484
 Jurisdiction (County) Code (D)
 Examiner 93 Date Completed _____

NOTICE TO APPLICANT: PRINT PLAINLY OR TYPE REMAINDER OF THIS FORM.
INSTRUCTIONS ARE ON THE BACK OF THIS FORM.

1. 980330495 05/04/1998
 Corporate Name Reservation Number Reservation Expiration Date
SNZ CORPORATION
 Corporate Name
 2. JANIS L. ROSSER 770-645-5400
 Applicant/Attorney Telephone Number
5350 Colonial Park Drive, Ste 101
 Address
Roswell GA 30075
 City State Zip Code

3. NOTICE: THIS FORM DOES NOT REPLACE THE ARTICLES OF INCORPORATION. MAIL OR DELIVER DOCUMENTS AND THE SECRETARY OF STATE FILING FEE TO THE ABOVE ADDRESS. DOCUMENTS SHOULD BE SUBMITTED IN THE FOLLOWING ORDER. (A COVER LETTER IS NOT REQUIRED.)

1. This Transmittal Form.
2. The original and one copy of the Articles of Incorporation.
3. A filing fee of \$60.00 payable to Secretary of State. Filing fees are non-refundable.

I understand that the information on this form will be entered in the Secretary of State business registration database. I certify that a Notice of Incorporation or a Notice of Intent to Incorporate with a publishing fee of \$40.00 has been or will be mailed or delivered to the authorized newspaper as required by law.

James D. Rosser
 Authorized Signature

2/25/98
 Date

Registered agent, officer, entity status information is available on the internet.
VISIT US ON THE INTERNET AT THE ADDRESS LISTED BELOW.

<http://www.sos.state.ga.us>