

FILED
In the Office of the
Secretary of State of Texas
JUN 26 1995
Corporations Section

ARTICLES OF INCORPORATION
OF
SHILOH TREATMENT CENTER, INC.

The undersigned natural person of the age of eighteen (18) years or more,
acting as incorporator of a corporation under the Texas business Corporation Act,
hereby adopts the following Articles of Incorporation for such corporation:

ARTICLE ONE

The name of the corporation is "Shiloh Treatment Center, Inc."

ARTICLE TWO

The period of its duration is perpetual.

ARTICLE THREE

The purposes for which the corporation is organized is to provide
community homes and supervision for mentally retarded and/or emotionally disturbed
persons and otherwise engage in any and all lawful business for which corporations may
be incorporated under the Texas Business Corporation Act.

ARTICLE FOUR

The aggregate number of shares which the corporation shall have
authority to issue is 100,000, having no par value.

ARTICLE FIVE

The corporation will not commence business until it has received for the
issuance of its shares consideration of the value of One Thousand and No/100 Dollars
(\$1,000.00) consisting of money, labor done, or property actually received.

ARTICLE SIX

The post office address of its initial registered office is P. O. Box 307 Lake Jackson, Texas 77566, and the name of its initial registered agent at such address is Everet E. Kennemer, III., whose street address is 8 West Way court, Lake Jackson, Texas 77566.

ARTICLE SEVEN

The number of Directors constituting the initial Board of Directors of the corporation is two (2), and the name and address of the persons who are to serve as the Directors until the first annual meeting of the shareholders or until their successors are elected and qualified are:

Clay Hill
3941 County Road 895
Manvel, Texas 77578

Everet E. Kennemer, III.
P. O. Box 307
Lake Jackson, Texas 77566

ARTICLE EIGHT

The name and address of the incorporator is:

Everet E. Kennemer, III.
P. O. Box 307
Lake Jackson, Texas 77566

ARTICLE NINE

Cumulative voting by the shareholders of the corporation at any election for Directors is expressly prohibited. The shareholders shall be entitled to cast one (1) vote per directorship for each share held, and no more.

ARTICLE TEN

Any action required or permitted to be taken by the shareholders of this corporation, including without limitation, any such action required or permitted by the Articles of Incorporation or By-Laws of this corporation, or by the laws of the State of Texas or the United States of America, shall require the vote or concurrence of the holders of a majority of the shares issued and eligible to vote, by percentage of ownership, notwithstanding any requirement of the vote or concurrence of the holders of a greater or lesser percentage of shares.

ARTICLE ELEVEN

To be valid, any sale or transfer of any of the shares of the corporation shall be conditioned upon and subject to full compliance with any and all restrictions on transfer as may be provided for from time to time in the By-Laws of the corporation.

IN WITNESS WHEREOF, I have executed these Articles of Incorporation on this the 21st day of June, 1995.



EVERET E. KENNEMER, III.