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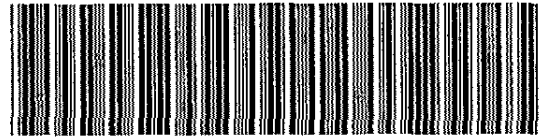
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**JAMES D. LAMPATHAKIS, P.A.**

ATTORNEY AT LAW

1299 MAIN STREET

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DUNEDIN, FLORIDA 34698

JAMES D. LAMPATHAKIS

(727)736-2000



July 7, 2004

Florida Department of State  
Corporation Division Charter Section  
409 E. Gaines St.  
Tallahassee, Florida 32399

RE: MARTIN CHIROPRACTIC ARTS, P.A.  
Articles of Incorporation

Dear Department of State:

Enclosed herewith are the proposed Articles of Incorporation relative to the above, together with a check in the amount of \$70.00 for the following fees:


Filing Fee	\$35.00
Registered Agent Fee	\$35.00
TOTAL	\$70.00

Please file the articles, and return the stamped copy to me at your earliest convenience.

Thank you for your cooperation in this matter. If you should have any questions, please do not hesitate to contact me.

Sincerely,

JAMES D. LAMPATHAKIS, P.A.

  
James D. Lampathakis, Esq.

JDL/cmc  
Enclosures

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ARTICLES OF INCORPORATION  
OF  
MARTIN CHIROPRACTIC ARTS, P.A.

FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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The undersigned incorporators, each of whom is licensed or otherwise legally authorized to practice the profession of Chiropractic Physician in the state of Florida, associate themselves with the intention of forming a professional corporation in accordance with the Florida Professional Service Corporation and Limited Liability Company Act, and adopt the following articles of incorporation for the corporation:

ARTICLE I

NAME

The name of the corporation is MARTIN CHIROPRACTIC ARTS, P.A.

ARTICLE II

COMMENCEMENT

This corporation shall commence existing on the date of the filing with the Office of the Secretary of State.

ARTICLE III

PRINCIPAL OFFICE AND INITIAL REGISTERED AGENT

The address of the corporation's principal office is 380 Bay Shore Blvd., Unit 202, City of Clearwater, County of Pinellas, State of Florida, 33759. The name of the initial registered agent of the corporation, located at that office, is JOHN W. MARTIN, JR.

ACCEPTANCE

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.

  
JOHN W. MARTIN, JR.

ARTICLE IV

DURATION

The period of the corporation's duration shall be perpetual, or until dissolved on a vote of the shareholders as provided in these articles.

ARTICLE V

PURPOSE

The purpose of the corporation is to practice the profession of Chiropractic Physician. The sole and exclusive professional service to be rendered by the corporation is Chiropractic service.

ARTICLE VI

CAPITAL STOCK

The total number of shares of stock which the corporation shall be authorized to issue or have outstanding at any one time is 1000 shares. These shares shall be of a single class of common stock, and shall have a value of \$1.00 per share.

ARTICLE VII

CAPITALIZATION

The amount of capital with which the corporation will begin to practice the profession of Chiropractic Physician is not less than \$1,000.00.

ARTICLE VIII

CORPORATE POWERS

The corporation shall have all the rights and powers now or subsequently conferred on professional corporations by the laws of the State of Florida.

ARTICLE IX

THE INCORPORATORS

The name and street address of each person signing these articles of incorporation as an incorporator is:

JOHN W. MARTIN, JR.

Address: 380 Bay Shore Blvd., Unit 202  
Clearwater, FL 33759

## ARTICLE X

### DIRECTORS

The corporation is to be managed by a board of directors. The number of directors constituting the initial board of directors is one, and the names and addresses of the initial directors are:

JOHN W. MARTIN, JR.

380 Bay Shore Blvd., Unit 202  
Clearwater, FL 33759

The initial directors shall hold office until their successors are elected and qualified as provided in the bylaws. Then the term of office of each director shall be one year and until the election and qualification of a successor. The number of directors set forth in these articles of incorporation and constituting the initial board of directors shall be the authorized number of directors until that number is changed by a bylaw duly adopted by the shareholders.

## ARTICLE XI

### BYLAWS

The initial directors shall submit the proposed bylaws to the shareholders at a meeting to be held for that purpose not more than 30 days following the issuance of the Certificate of Incorporation. Following the adoption of bylaws by the affirmative vote of three fourths of the shareholders the internal affairs of the corporation are to be regulated and managed in accordance with the bylaws.

## ARTICLE XII

### DISSOLUTION

The corporation may be dissolved at any time (1) by unanimous written consent of the shareholders; or (2) on the affirmative vote of the holders of at least (two thirds) of the outstanding shares of the corporation entitled to vote. On dissolution, the corporate property and assets shall, after payment of all debts of the corporation, be distributed to the shareholders pro rata, each shareholder to participate in the distribution in direct proportion to the number of shares held by the shareholder.

The undersigned incorporators of this corporation, have executed these articles of incorporation at Dunedin, Pinellas County, Florida.

*John W. Martin, Jr.*

JOHN W. MARTIN, JR.

STATE OF FLORIDA  
COUNTY OF PINELLAS

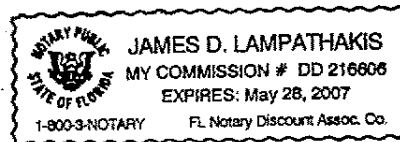
Before me, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared John W. Martin, Jr., known to me and by me to be the person who executed the foregoing Articles of Incorporation, and who has produced Personally known as identification, # \_\_\_\_\_, expiring on \_\_\_\_\_.

IT WITNESS WHEREOF, I hereunto set my hand and affixed my official seal in the State and County last aforesaid this 29 day of June, 2004.

(SEAL)

*JDA*

NOTARY PUBLIC, State of Florida



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