

Division of Corporations

05000079609

Florida Department of State
Division of Corporations
Public Access System

001
Page 1 of 1
SECRETARY OF STATE
DIVISION OF CORPORATIONS
05 JUN -1 PM 1:22

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H05000136007 3))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:
Division of Corporations
Fax Number : (850)205-0381

From:
Account Name : ROBERT E. LIVINGSTON, P.A.
Account Number : 120050000031
Phone : (863)385-5156
Fax Number : (863)385-1161

FLORIDA PROFIT CORPORATION OR P.A.

DAVID M. TRAX, D.C., P.A.

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$70.00

Electronic Filing Menu

Corporate Filing

Public Access Help

05-27299



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

June 2, 2005

ROBERT B. LIVINGSTON

SUBJECT: DAVID M. TRAX, D.C., P.A.
REF: W05000027299

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The name you are requesting is unavailable, since it has been previously requested by another individual and the document was returned to the individual for corrections and has not yet been resubmitted.

Please advise if the two names are for the same person. The first reject is for an online filing which is rejected for the purpose. We can't tell if this is the same people or not.

If you have any further questions concerning your document, please call (850) 245-6972.

Doris Brown
Document Specialist
New Filings Section

FAX Aud. #: E05000136007
Letter Number: 505A00039103

SECRET FILED
(H05000136007 3)
DIVISION OF STATE
OF CORPORATION

05 JUN -1 PM 1:22

ARTICLES OF INCORPORATION
OF

DAVID M. TRAX, D.C., P.A.

The undersigned natural person, competent, licensed, or otherwise legally authorized to practice chiropractic therapy in the State of Florida, acting hereby as Incorporator for the purpose of forming a Professional Service Corporation for profit under the provisions of Section 607, Florida Business Corporation Act, and Section 621, Professional Service Corporation and Limited Liability Company Act, of Florida Statutes, does hereby adopt the following Articles of Incorporation.

ARTICLE I: NAME

The name of the corporation shall be DAVID M. TRAX, D.C., P.A.

ARTICLE II: PRINCIPAL OFFICE

The principal office is 1590 U.S. Highway 27 North, Avon Park, Florida 33825.

ARTICLE III: DURATION

The duration of the corporation is perpetual.

ARTICLE IV: PURPOSE

The general nature and purpose of business to be transacted, promoted and carried on by the corporation are as follows:

- a) To engage in every aspect of the practice of chiropractic therapy, and all its fields of specialization, as are engaged in by chiropractors.
- b) To engage in and render professional services through its officers, agents and employees who shall be chiropractors in good standing and duly licensed or otherwise legally authorized within the State of Florida to render the same professional services as this corporation.
- c) To own and operate medical clinics or offices for the purposes of providing professional services in the practice of chiropractic therapy.
- d) To invest its funds in real estate, mortgages, stocks, bonds and any other type of investment, and to own real and personal property, necessary for rendering professional services in the practice of chiropractic therapy as permitted by the Florida Professional Service Corporation and Limited Liability Company Act.

(H05000136007 3)

- e) To do everything necessary and proper in accomplishing the purposes set forth herein and to do anything incidental thereto which is not forbidden under the laws of the State of Florida.
- f) To engage in no other business other than rendition of the professional services specified herein.

ARTICLE V: CAPITAL STOCK

- a) The maximum number of shares of stock that the corporation is authorized to have outstanding at any one time shall be Eight Thousand (8,000) shares of common stock with a par value of One Dollar (\$1.00) per share.
- b) Shares of the corporation's stock and certificates shall be issued only to physicians or professional corporations in good standing and duly licensed or otherwise legally authorized within the State of Florida to render the same professional services as this corporation.
- c) No shareholder may sell, pledge, or transfer his or her shares in the corporation except to another individual or professional corporation duly eligible to be a shareholder.

ARTICLE VI: INITIAL REGISTERED AGENT

The initial Registered Agent shall be ROBERT E. LIVINGSTON and the Registered Agent's street address shall be 445 South Commerce Avenue, Sebring, Florida 33870.

ARTICLE VII: INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is DAVID M. TRAX, 321 Kite Avenue Sebring, Florida 33872.

ARTICLE VIII: INITIAL BOARD OF DIRECTORS

The name and address of the initial Director of the corporation is DAVID M. TRAX, 321 Kite Avenue Sebring, Florida 33872. The number of Directors may be increased or decreased from time to time by a resolution of a majority of the shareholders but shall never be less than one.

ARTICLE IX: SEVERANCE AND TERMINATION OF EMPLOYMENT

If any officer, director, shareholder, agent or employee of this corporation becomes legally disqualified to render the professional services for which the corporation is organized, or accepts employment that places restrictions or limitations on their continued rendering of such professional services, they shall forthwith sever all employment with the corporation, and shall not thereafter participate or share, directly or indirectly, in any earnings or profits realized by the corporation on account of professional services. Upon such disqualification of any shareholder,

(H05000136007 3)

(H05000136007 3)

the shareholder's right to own stock in the corporation shall cease, and the corporation shall forthwith purchase such shareholder's shares and pay all amounts owing and lawfully due the shareholder by the corporation, except that such shares shall not be entitled to dividends.

ARTICLE X: INDEMNIFICATION


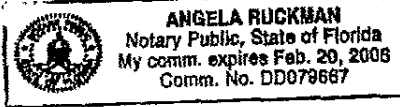
The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation on this 24th day of May, 2005.


DAVID M. TRAX, D.C.
Incorporator

**STATE OF FLORIDA
COUNTY OF HIGHLANDS**

The foregoing instrument was acknowledged before me this 24th day of May, 2005, by DAVID M. TRAX, D.C., who is personally known to me, or who produced FLA. Div. Licenses identification, and who did (did not) take an oath.


Notary Public

ANGELA RUCKMAN
Notary Public, State of Florida
My comm. expires Feb. 20, 2008
Comm. No. DD079667

CERTIFICATE OF DESIGNATION AND ACCEPTANCE BY REGISTERED AGENT

Pursuant to the provisions of Section 607.0501, Florida Statutes, the below mentioned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent and office in the State of Florida.

DESIGNATION

1. The name of the corporation is: DAVID M. TRAX, D.C., P.A.
2. The name and street address of the registered agent and office are: ROBERT E. LIVINGSTON, 445 South Commerce Avenue, Sebring, Florida 33870.

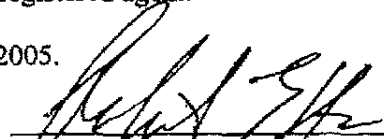
(H05000136007 3)

(H05000136007 3)

ACCEPTANCE

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

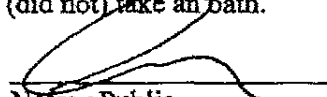
Executed this 24th day of May, 2005.



ROBERT E. LIVINGSTON
Registered Agent

FILED
SECRETARY OF STATE
DIVISION OF REGISTRATION
25 JUN - 1 PM 1:22

**STATE OF FLORIDA
COUNTY OF HIGHLANDS**

The foregoing instrument was acknowledged before me this 24th day of May, 2005, by ROBERT E. LIVINGSTON, who is personally known to me, or who produced _____ as identification, and who did (did not) take an oath.


Notary Public

 **ANGELA RUCKMAN**
Notary Public, State of Florida
My comm. expires Feb. 20, 2006
Comm. No. DD079667