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July 2006,

CORPORATION NAME (S) AND DOCUMENT NUMBER (S):

All America Chiropractic & Rehabilitation, LLC

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□ Certified Copy			Certificate of Good Standing
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REGISTRATION/QUALIFICATION
Foreign
Limited Liability
Reinstatement
Trademark
Other

Resignation of RA Officer/Director

Change of Registered Agent

Dissolution/Withdrawal

Merger

Amended and Restated Articles of Organization

of

All America Chiropractic & Rehabilitation, LL6 a Florida Limited Liability Company

(Filed in accordance with 608.411, F.S.)

THIS IS TO CERTIFY THAT:

FIRST:

This Amended and Restated Articles of Organization amends and restates the

Articles of Organization of All America Chiropractic & Rehabilitation, LLC, a

Florida Limited Liability Company.

SECOND:

The date of filing of the Articles of Organization was March 31, 2006.

THIRD:

The Articles of Organization of All America Chiropractic & Rehabilitation, LLC

are hereby amended and restated as follows:

Article I

The name of the Florida Limited Liability Company is All America Chiropractic & Rehabilitation, LLC.

Article II

The mailing address and street address of the principal office of the Limited Liability Company is 1111 N. Kentucky Ave., Suite B, Winter Park, FL 32789.

Article III

The purpose for which this Limited Liability Company is organized is any and all lawful business. Notwithstanding, to the extent the business of the LLC is to provide medical services of any kind or nature, only physicians licensed by the State of Florida will engage in the diagnosis and treatment of disease, injury, or other physical or mental condition and that the entity shall neither exercise control over, nor interfere with, the physician-patient relationship.

Article IV

The name of the registered agent is Matthew A. Steinmetz and whose Florida street address is 1111 N. Kentucky Ave., Suite B, Winter Park, FL 32789.

Having been named as registered agent and to accept service of process for the above stated limited liability company 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 as provided for in Chapter 608, Florida Statutes.

Registered Agent Signature

Article V

The effective date of these Amended and Restated Articles of Organization shall be March 31, 2006.

Matthew A. Steinmetz, Manage