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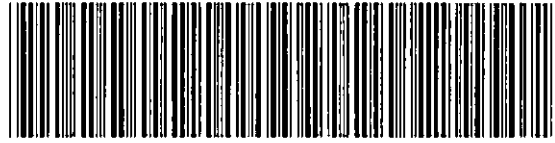
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VERTICAL CHAIROPRACTIC OF FLORIDA PLLC

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Thank you Seth Neeley



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ARTICLES OF ORGANIZATION
OF
VERTICAL CHIROPRACTIC OF FLORIDA, PLLC
a Professional Limited Liability Company

The undersigned, pursuant to Chapter 605 and 621 of the Florida Statutes, adopts the following Articles of Organization for the purpose of becoming a professional limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. The undersigned further declares that the following Articles shall serve as the Charter and authority for the conduct of business of the limited liability company.

ARTICLE I
NAME AND PRINCIPAL PLACE OF BUSINESS

The name of the limited liability company shall be VERTICAL CHIROPRACTIC OF FLORIDA, PLLC, and its principal office shall be located at 1001 Riverside Drive, Suite F, Palmetto, FL 34221, but it shall have the power and authority to establish branch offices at any other place or places as the members may designate.

ARTICLE II
PURPOSES AND POWERS

The purpose of this limited liability company is to provide chiropractic and related chiropractic services. The sole and exclusive professional services to be rendered by the company is that of a Chiropractor.

In addition to the powers authorized by the laws of the State of Florida for limited liability companies, the general nature of the business or businesses to be transacted, and which the limited liability company is authorized to transact, shall be as follows:

1. To engage in any activity or business authorized under the Florida Statutes.
2. In general, to carry on any and all incidental business; to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things set forth in these Articles to the same extent as a natural person might or could do.
3. To purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, good will, rights, assets, and liabilities of any person, firm, association, or corporation carrying on any kind of business of a similar nature to that which this limited liability company is authorized to carry on, pursuant to the provisions of these Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired.

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4. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision, or department, and to perform and carry out, assign, cancel, or rescind any of such contracts.

5. To exercise all or any of the limited liability company powers, and to carry out all or any of the purposes, enumerated in these Articles and otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persons or corporations, and perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in this capacity or under this arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest of the property and to aid, assist, or participate in any lawful enterprise in connection with or incidental to the agency, representation, or service, and to render any other service or assistance it may lawfully do under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.

6. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers set forth in these Articles, either alone or in association with others incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

The several clauses contained in this statement of the general nature of the business or businesses to be transacted shall be construed as both purposes and powers of this limited liability company, and statements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause. They shall be regarded as independent purposes and powers.

Nothing contained in these Articles shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the limited liability company to carry on any business, exercise any power, or do any act which a limited liability company may not, under Florida laws, lawfully carry on, exercise, or do.

ARTICLE III EXERCISE OF POWERS

All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this limited liability company shall be managed under the direction of, the members of this limited liability company. This Article may be amended from time to time in the regulations of the limited liability company by a unanimous vote of the members of the limited liability company.

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ARTICLE IV MANAGEMENT

Management of this limited liability company is reserved to its members, whose names and addresses are as follows:

ROBERT R. FANO
1001 Riverside Drive
Suite F
Palmetto, FL 34221

ARTICLE V MEMBERSHIP RESTRICTIONS

Members shall have the right to admit new members by unanimous consent, and in accordance with Florida Law. Contributions required of new members shall be determined as of the time of admission to the limited liability company.

A member's interest in the limited liability company may not be sold or otherwise transferred except with unanimous written consent of all members, and in accordance with Florida Law.

If a member who has been rendering professional service to the public becomes legally disqualified to render such professional services within this State or accepts employment that, pursuant to existing law, places restrictions or limitations upon that person's continued rendering of such professional services, such member shall sever all employment with, and financial interest in the limited liability company.

On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited liability company, the remaining members shall have the right to continue the business on unanimous consent of the remaining members.

ARTICLE VI CAPITAL CONTRIBUTIONS

Capital contributions in the amount of One Hundred Dollars (\$100.00) cash shall be paid to the limited liability company by the members in equal shares. Additional contributions will be made as required for investment purposes, as determined by unanimous consent of the members. Members will make contributions in equal shares.

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ARTICLE VII
DURATION


This limited liability company shall exist, perpetually or until dissolved in a manner provided by law, or as provided in the regulations adopted by the members.

ARTICLE VIII
INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the limited liability company is 1001 Riverside Drive, Suite F, Palmetto, County of Manatee, State of Florida and the name of the company's initial registered agent at that address is ROBERT R. FANO.

The undersigned, being the original member of the limited liability company, certifies that this instrument constitutes the proposed Articles of Organization of VERTICAL CHIROPRACTIC OF FLORIDA, PLLC.

Executed by the undersigned at Bradenton, Manatee County, Florida, the 13 day of April, 2023.



ROBERT R. FANO, Member

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DESIGNATION OF REGISTERED AGENT AND OFFICE

Pursuant to the provisions of Section 605.0113 of the Florida Limited Liability Company Act, the limited liability company identified below submits the following statement in designating its registered office and registered agent in the State of Florida:

The name of the limited liability company is VERTICAL CHIROPRACTIC OF FLORIDA, PLLC.

The name of the registered agent for VERTICAL CHIROPRACTIC OF FLORIDA, PLLC. is ROBERT R. FANO, and the street address of the company's principal office where the agent is located is 1001 Riverside Drive, Suite F, Palmetto, FL 34221.

This statement is to acknowledge that, as indicated above, VERTICAL CHIROPRACTIC OF FLORIDA, PLLC has appointed me, ROBERT R. FANO, as its registered agent to accept service of process for the company at the place designated above in this certificate. I accept this 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.

Dated this 13 day of April, 2023.

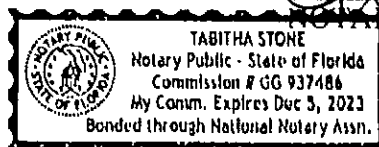

ROBERT R. FANO

STATE OF FLORIDA
COUNTY OF MANATEE

The foregoing instrument was acknowledged before me by means of ☒ physical presence or ☐ online notarization, this 13 day of April, 2023, by ROBERT R. FANO, agent on behalf of VERTICAL CHIROPRACTIC OF FLORIDA, PLLC, who is personally known to me or who has produced FL Drivers Licenses as identification.


Tabitha M. Stone

MY COMMISSION EXPIRES:



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