

NO 200000 2542
LEGACY ESTATE PLANNERS, P.L.

Counsellors at Law

Please Respond To:

W. Denis Shelley
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(386) 447-9332

February 28, 2002

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

000005041060--4
-03/04/02--01079--020
*****78.75 *****78.75

Re: Articles of Incorporation for PINE CLUB OF FLORIDA, INC..

Dear Sir or Madam:

Enclosed please find one check in the amount of \$78.75 to cover the following fees and charges for the Articles of Incorporation for the above referenced Corporation.

Filing Fee	\$35.00
Designation	\$35.00
Certified Copy	\$ 8.75

A copy of the Articles are enclosed for certifying . Please return them to us in the envelope provided. Thank you for your assistance in this matter.

With best regards,

Deborah Newman

Deborah Newman, Legal Assistant to
W. Denis Shelley, Esq.

/dlm

Enclosure

FILED
02 APR -8 PM 1:55
SECRETARY OF STATE
TALLAHASSEE FLORIDA

W02 6681

P. WHITE APR - 8 2002

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FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

March 8, 2002

W. DENIS SHELLEY, ESQUIRE
313 S PALMETTO AVE
DAYTONA BCH, FL 32114

SUBJECT: PINE CLUB OF FLORIDA, INC.
Ref. Number: W02000006681

We have received your document for PINE CLUB OF FLORIDA, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6933.

Dale White
Document Specialist
New Filings Section

Letter Number: 802A00014257

**ARTICLES OF INCORPORATION
OF
PINE CLUB OF FLORIDA, INC.**

FILED

02 APR -8 PM 1:55

SECRETARY OF STATE
TALLAHASSEE FLORIDA

Articles of Incorporation of the undersigned, a majority of whom are citizens of the United States, desiring to form a Non-Profit corporation under the laws of Florida, do hereby certify:

ARTICLE I. NAME AND BUSINESS ADDRESS

The name of the Corporation is **PINE CLUB OF FLORIDA, INC.**. The principal place of business of this Corporation shall be 873 Sterthaus Ave., Suite 303, Ormond Beach, Florida 32174.

ARTICLE II. PURPOSE, DEFINITION AND MISSION

The Corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code (hereafter referred to as the "Code"), or the corresponding section of any future federal tax code. Except as limited hereunder, the Corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation that further the purposes expressed herein or are otherwise an insubstantial part of its activities.

Its stated mission is to:

A. Educate, inform and support research for any professional member in the areas of psychiatry, psychology, immunology, neurology, endocrinology and any other member of a scientific or professional discipline that interacts or participates directly or indirectly in any or all of the activities of the five basic areas mentioned above;

B. Enhance the quality, dignity and progress of all aspects of life of humankind, leading to happier and healthier present and future generations; and

C. Inform and educate the lay community of the advances, progress and publications of the fields and disciplines mentioned above and how this information and knowledge could be used health wise.

ARTICLE III. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial Registered Office of this Corporation is 873 Sterthaus Ave., Suite 303, Ormond Beach, Florida 32174 and the name of the initial registered agent of this Corporation at that address is ARNOLD VERA, M.D., M.Sc.

ARTICLE IV. TERM OF EXISTENCE

The Corporate existence of this Corporation shall be perpetual, commencing on the day and date of the filing of these Articles with the Department of State.

ARTICLE V. INITIAL DIRECTORS

This Corporation shall have three directors initially. The name and address of the initial directors of this Corporation are ARNOLD VERA, M.D., M.Sc., 873 Sterthaus Ave., Suite 303, Ormond Beach, Florida 32174; JAMES A. SCOTT, M.D., Ph.D., 311 N. Clyde Morris Blvd., Suite 490, Daytona Beach, Florida 32114; and JACK ROTSTEIN, 1236 Mason Avenue, Daytona Beach, Florida 32117. The Initial directors shall serve until replaced or confirmed at the organizational meeting of the members and directors. Thereafter, the manner in which the directors shall be elected shall be pursuant to the Bylaws adopted by the Corporation, as amended from time to time.

ARTICLE VI. INCORPORATOR(S)

The name and address of the initial incorporator to these Articles of Incorporation is ARNOLD VERA, M.D., M.Sc., 873 Sterthaus Ave., Suite 303, Ormond Beach, Florida 32174.

ARTICLE VII. CORPORATE POWERS

The Corporate powers of this Corporation are as provided in Section 617.0302, Florida Statutes. The President and Secretary of the Corporation shall be authorized to sign all documents on behalf of and binding on the Corporation.

ARTICLE VIII. MEMBERS

The Corporation shall have members. Members of the Corporation will be required to meet the qualifications as stated in the Bylaws of the Corporation. Persons meeting such qualifications will be admitted in accordance with the Bylaws of the Corporation.

ARTICLE IX. AMENDMENT

This Corporation, by and through its members and directors as provided by the Bylaws of the Corporation, reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment to them, and any right conferred upon the directors or members is subject to this reservation.

ARTICLE X. DISSOLUTION

Upon the dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of competent jurisdiction of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE XI. PROHIBITED ACTIVITIES

A. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, directors, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article II hereof.

B. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

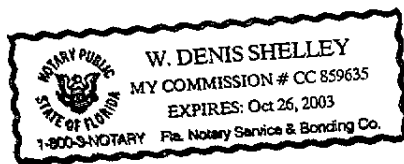
C. Notwithstanding, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Code, or the corresponding section of any future federal tax code.

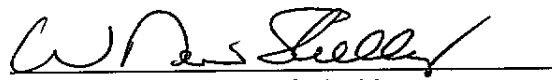
In witness whereof the undersigned Incorporator has executed these Articles of Incorporation
this 12th day of February, 2002.


ARNOLD VERA, M.D., M.Sc.

STATE OF FLORIDA
COUNTY OF VOLUSIA

The foregoing instrument was acknowledged before me this 12th day of Feb., 2002, by
ARNOLD VERA, M.D., M.Sc. who did not take an oath and who is (are)
X personally known to me _____ produced a driver's license as identification.





Notary Public, State of Florida
My Commission expires:

ACKNOWLEDGMENT BY DESIGNATED AGENT

Having been named to accept service of process for the above stated Corporation, at the place designated in these Articles and I hereby accept the appointment as Registered Agent and agree to act in this capacity I further agree to comply with the provision of Florida 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 2-12-2002

By:


ARNOLD VERA, M.D., M.Sc.
Resident Agent

FILED
02 APR -8 PM 1:55
SECRETARY OF STATE
TALLAHASSEE FLORIDA