

P00000033843

OFFICE USE ONLY (Document #)

LAZARUS CORPORATE FILING SERVICE, INC.

(Requestor's Name)

3320 S.W. 87th AVENUE

(Address)

MIAMI, FLORIDA (305)552-5973

(City, State, Zip) (Phone #)

LOCAL REPRESENTATIVE TALLAHASSEE

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. DELRAY SPINE AND REHABILITATION
(Corporation Name) (Document #)

2. CENTER, INC.
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

☒ Walk in ☒ Pick up time 2.00 ☒ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

RECEIVED
FILED
00 APR -3 AM 8:56 00 APR -3 AM 9:47
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

300003192763--2
-04/03/00--01020--007
*****78.75 *****78.75

EFFECTIVE DATE
3-30-00

Examiner's Initials

EFFECTIVE DATE

3-30-00

**ARTICLES OF INCORPORATION
OF
DELRAY SPINE AND REHABILITATION CENTER, INC.**

FILED
00 APR -3 AM 9:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED hereby associate themselves for the purpose of becoming a corporation pursuant to Florida Statute 607 under the laws of the State of Florida (Florida General Corporation Act F.S. 607), as they now exist or may be amended, pursuant to the following Articles of Incorporation:

ARTICLE I

The name of the corporation is:

DELRAY SPINE AND REHABILITATION CENTER, INC., and the principle place of business and mailing address is 101 S. Congress Ave., Suite I, Delray Beach, Florida 33455.

ARTICLE II

The duration of this corporation shall be perpetual and shall commence on the date of the execution and acknowledgment of these Articles of Incorporation.

ARTICLE III

The purpose or purposes for which the corporation is formed is to engage in any activity within the purposes for which corporations may be formed under the Laws of the State of Florida pursuant to Florida Statute 607.

ARTICLE IV

The total authorized shares:

1. Common Shares- 100 shares valued at \$10.00 a share to Phillip Appleton.
2. Common Shares- 100 shares valued at \$10.00 a share to Daniel DiCristofaro.

Preferred Shares none.

3. A statement of all or any of the relative rights, preferences and limitations of the shares are as follows:

Each Shareholder is a member of the Board of Directors and elects and appoints one member as an officer of the corporation.

4. All shares of common stock are not transferable and are restricted. The corporation has the sole option to buy back the shares at their value within 90 days of notification that a shareholder has died, has been declared incompetent, retired, or no longer wants to be associated with the corporation.
5. If a vacancy exists on the Board of Directors the shareholder that elected the prior director may appoint a director to fill the position.

ARTICLE V

The holders of the outstanding common stock shall be entitled to receive, when and as declared by a majority vote of the Board of Directors, dividends payable either in cash, in property, or in shares of common stock of the Corporation.

ARTICLE VI

Every shareholder, upon the sale for cash of any new stock of this corporation of common stock, shall have the right to purchase his or her prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII

This corporation shall have all those rights, powers and duties as delineated in Florida Statutes, Chapter 607, as it now exists or may be hereafter amended: including but not limited to any lawful purpose pursuant to the laws of the State of Florida.

1. The address of the registered office is:
15495 Eagle Nest Lane, Suite 100, Miami Lakes, Florida 33014
2. The name of the registered agent at the registered at the registered office is:
Rick S. Jacobs, Esquire

ARTICLE VII

The names and addresses of the incorporators are as follows:

Phillip Appleton, 101 S. Congress Avenue, Suite I, Delray Beach, Florida 33225.

Daniel DiCristofaro, 101 S. Congress Avenue, Suite I, Delray Beach, Florida 33225.

ARTICLE IX

1. The shareholders may amend these articles of incorporation by a majority vote of the shareholders. All Shareholders must be present at the meeting to have a quorum.
2. The officers of the corporation can only be removed by the director who appointed that officer.
3. The shareholders must amend the by-laws by a majority vote.

ARTICLE X

This corporation shall have four (2) Directors initially. The numbers of Directors may either be increased or decrease from time to time and will be reflected in the By-laws of

this corporation, but shall never be less than one (1) Director. The names and addresses of the initial directors of this corporation are:

Phillip Appleton, Director, 101 S. Congress Avenue, Suite I, Delray Beach, Florida 33225.

Daniel DiCristofaro, Director 101 S. Congress Avenue, Suite I, Delray Beach, Florida 33225.

The name and addresses of the persons signing these Articles of Incorporation are:

Phillip Appleton, 101 S. Congress Avenue, Suite I, Delray Beach, Florida 33225.

Daniel DiCristofaro, 101 S. Congress Avenue, Suite I, Delray Beach, Florida 33225.

ARTICLE XI

This corporation reserves the right to repeal any provision or provisions contained in these articles of incorporation or any amendment hereto, and any right conferred on the shareholders is subject to this reservation.

The undersigned subscriber has executed these Articles of Incorporation this 30th day of March 2000.



PHILLIP APPLETON,
DIRECTOR



DANIEL DICRISTOFARO,
DIRECTOR

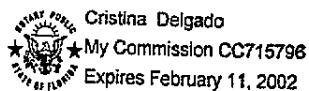
STATE OF FLORIDA)
)
COUNTY OF MIAMI-DADE)_____

Before me, the undersigned authority, personally appeared Phillip Appleton and Daniel DiCristofaro, to me well known to be the persons who executed the foregoing Articles of Incorporation and acknowledge before me according to law, that they made and subscribed the same for the purposes therein mentioned and set forth.

In WITNESS WHEREOF, I have set my hand and seal hereunto this 30 day of March 2000.

C. Delgado
NOTARY PUBLIC

My Commissions Expires:



CERTIFICATE DESIGNATION (OR CHANGING) PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED.

Pursuant to Chapter 607 Florida Statutes, the following is submitted, in compliance with
said Act:


First that DELRAY SPINE AND REHABILITATION CENTER, INC.

Desiring to organize under the laws of the State of Florida with its principle office
as indicated in the Articles of Incorporation in the City of Delray Beach, County
of Palm Beach, State of Florida, has named Rick S. Jacobs, Esq., 15495 Eagle
Nest Lane, Suite 100, Miami Lakes, Florida 33014.

County of Miami-Dade, State of Florida, as its agent to accept service of process within
this State.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above stated corporation, at the
place designated in this certificate, I hereby accept to act in this capacity, and agree to
comply with the provisions of the said act relative.



RICK S. JACOBS, Esquire
REGISTERED AGENT FOR DELRAY
SPINE AND REHABILITATION
CENTER, INC.

STATE OF FLORIDA)
COUNTY OF MIAMI-DADE)

Before me, the undersigned authority, personally appeared Rick S. Jacobs, Esq. to me
well known to be the persons who executed the foregoing and acknowledged before me
according to law, that they made and subscribed the same for the purposes therein
mentioned and set forth.

In WITNESS WHEREOF, I have set my hand and seal hereunto this 30 day of

March 2000.


NOTARY PUBLIC

My Commissions Expires:

FILED
00 APR -3 AM 9:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA