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July 20, 2000

FEDERAL EXPRESS

Division of Corporations
Florida Department of State
P.O. Box 6327
Tallahassee, FL 32314

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Re: Abacoa Town Center Chiropractic, P.A., a Florida professional corporation

Dear Sir or Madam:

In connection with the incorporation of the above-referenced Florida professional corporation, enclosed please find the following:

1. Original and one copy of Articles of Incorporation and Certificate of Designation of Registered Agent/Registered Office;
2. Our check in the amount of \$70, representing a \$35 filing fee and \$35 registered agent fee; and
3. A self-addressed stamped envelope in which to return a date-stamped copy of the filed Articles of Incorporation.

Thank you for your assistance in this matter. If you have any questions or comments, please do not hesitate to contact the undersigned.

Very truly yours,



Rita M. Burdo, Legal Assistant
MITCHELL D. SCHEPPS

enclosures

cc: Josh K. Smith, D.C.

Smith-Josh-SOS.ltr.wpd

Ra
7/25/00

ARTICLES OF INCORPORATION

OF

**ABACOA TOWN CENTER CHIROPRACTIC, P.A.,
a Florida professional corporation**

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned Incorporator, for the purposes of forming a corporation under the Florida Professional Corporation and Limited Liability Company Act, hereby adopts the following Articles of Incorporation.

ARTICLE I - NAME

The name of this corporation shall be ABACOA TOWN CENTER CHIROPRACTIC, P.A. (the "Corporation").

ARTICLE II - PURPOSE

This Corporation is being formed for the purpose of performing professional chiropractic services.

ARTICLE III - ADDRESS

The principal place of business and mailing address of the Corporation shall be 6110 North Ocean Boulevard, No. 29, Oceanridge, Florida 33435.

ARTICLE IV - INITIAL REGISTERED AGENT AND REGISTERED ADDRESS

The name and Florida street address of the Initial Registered Agent of the Corporation are Joshua K. Smith, 6110 North Ocean Boulevard, No. 29, Oceanridge, Florida 33435.

Mitchell D. Schepps, Esq.
Rosen & Reade, LLP
777 South Flagler Drive, Ste. 1102
West Palm Beach, FL 33401
561-833-2410/561-833-8387 - FAX
Florida Bar No.: 0979139

ARTICLE V - CAPITAL STOCK

The number of shares of stock that the Corporation is authorized to have outstanding at any one time is 1000 shares of common stock, zero par value per share.

ARTICLE VI - INCORPORATOR

The name and address of the Incorporator of these Articles of Incorporation are MITCHELL D. SCHEPPS, 777 South Flagler Drive, Suite 1102W, West Palm Beach, Florida 33401.

The undersigned Incorporator executed these Articles of Incorporation on July 20 2000.


MITCHELL D. SCHEPPS, Incorporator

Mitchell D. Schepps, Esq.
Rosen & Reade, LLP
777 South Flagler Drive, Ste. 1102
West Palm Beach, FL 33401
561-833-2410/561-833-8387 - FAX
Florida Bar No.: 0979139

CERTIFICATE OF DESIGNATION REGISTERED AGENT/OFFICE

FILED

00 JUL 21 AM 9: 53

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CORPORATION:

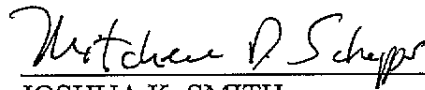
ABACOA TOWN CENTER CHIROPRACTIC, P.A.

REGISTERED AGENT/OFFICE:

Joshua K. Smith
6110 North Ocean Boulevard, No. 29
Oceanridge, FL 33435

Having been named as Registered Agent to accept service of process for the Corporation named above 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.

DATED: July 20 2000.



JOSHUA K. SMITH

by Mitchell D. Schepps, as Attorney-in-Fact

Smith-Josh.Abacoa Town Center Chiropractic.Articles of Incorporation.wpd

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