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## From:

Account Name : GEORGE F. INDEST III, P.A. - THE HEALTH LAW FIRM  
Account Number : I200000000056  
Phone : (407) 331-6620  
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## BASIC AMENDMENT

SOUTHEAST ASSOCIATION OF CHIROPRACTIC PHYSICIANS, P.

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Amended & Restated  
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DEC 23 2005  
G.J.

December 23, 2005

FLORIDA DEPARTMENT OF STATE

Division of Corporations

SOUTHEAST ASSOCIATION OF CHIROPRACTIC PHYSICIANS, P.A.  
24 WEST CHASE STREET  
PENSACOLA, FL 32501

SUBJECT: SOUTHEAST ASSOCIATION OF CHIROPRACTIC PHYSICIANS, P.A.  
REF: P00000112482

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

THE CURRENT CORPORATE NAME MUST APPEAR IN THE HEADING OF THE DOCUMENT.

The incorporator(s) cannot be amended or changed. Please correct your document accordingly.

A certificate must accompany the Restated Articles of Incorporation setting forth either of the following statements: (1) The restatement was adopted by the board of directors and does not contain any amendment requiring shareholder approval. OR (2) If the restatement contains an amendment requiring shareholder approval, the date of adoption of the amendment and a statement setting forth the following: (a) the number of votes cast for the amendment by the shareholders was sufficient for approval (b) If more than one voting group was entitled to vote on the amendment, a statement designating each voting group entitled to vote separately on the amendment and a statement that the number of votes cast for the amendment by the shareholders in each voting group was sufficient for approval by that voting group.

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Darlene Connell  
Document Specialist

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Letter Number: 105A00073337

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DATE: 12/23/05 INIT: G.J.

**GEORGE F. INDEST III**

LICENSED IN FLORIDA, LOUISIANA  
AND THE DISTRICT OF COLUMBIA  
BOARD CERTIFIED BY THE FLORIDA  
BAR IN HEALTH CARE LAW



**THE HEALTH LAW FIRM**

**GEORGE F. INDEST III, P.A.**

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**PENSACOLA, FLORIDA 32501**  
**TELEPHONE: (850) 439-1001**

**MICHAEL L. SMITH**

LICENSED IN FLORIDA  
REGISTERED RESPIRATORY THERAPIST

**HASEEB R. JABBAR**

LICENSED IN FLORIDA  
MASTER OF SCIENCE  
BIOMEDICAL ENGINEERING  
MASTER OF SCIENCE  
INDUSTRIAL ENGINEERING

**JOANNE KENNA**

LICENSED IN FLORIDA  
REGISTERED NURSE

December 23, 2005

**VIA FACSIMILE**

Darlene Connell  
Document Specialist  
Florida Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

**Re: Southeast Association of Chiropractic Physicians, P.A.**  
**Letter Number 105A00073337**  
**Our File No.: 368/001**  
**Reference #: (((H05000290735 3)))**  
**AMENDED AND RESTATED ARTICLES OF**  
**INCORPORATION FOR - SOUTHEAST ASSOCIATION**  
**OF CHIROPRACTIC PHYSICIANS, P.A.**

Dear Ms. Connell:

This letter is in follow up to our telephone conference regarding Southeast Association of Chiropractic Physicians, P.A. (hereafter the "Practice" or "Corporation").

I have revised the Amended and Restated Articles of Incorporation for Southeast Association of Chiropractic Physicians, P.A. The original corporate name is in the title of the document and the original incorporator's name is in Article VI. I have also enclosed the unanimous Resolution of all the members of the Board of Directors (3) and the shareholders (3) adopting the Amended Restated Articles.

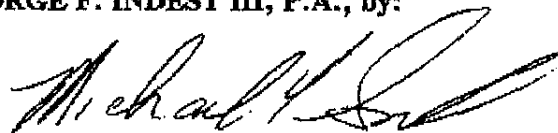
I apologize for any confusion caused by my previous filing.

Darlene Connell  
Document Specialist  
Florida Department of State  
December 23, 2005  
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Sincerely,

THE HEALTH LAW FIRM  
GEORGE F. INDEST III, P.A., by:



**MICHAEL L. SMITH**

- encls: (1) Amended and Restated Articles of Incorporation for Southeast Association of  
Chiropractic Physicians, P.A.  
(2) Action by Consent in Lieu of Meeting

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**AMENDED AND RESTATED**  
**ARTICLES OF INCORPORATION FOR**  
**SOUTHEAST ASSOCIATION OF CHIROPRACTIC PHYSICIANS, P.A.**

THE UNDERSIGNED, who desires to form a corporation in accordance with Chapter 607, Florida Statutes, hereby adopts the following Amended and Restated Articles of Incorporation:

**ARTICLE I**

The name of the corporation is Southeast Association of Healthcare Providers, Inc. Its principal place of business is located at 511 Phyllis Street, Pensacola, Florida 32503.

**ARTICLE II**

The corporation is organized to engage in any lawful purpose permitted under Florida law.

**ARTICLE III**

The duration of this corporation shall be perpetual.

**ARTICLE IV**

The number of shares of capital stock that the corporation is authorized to issue is 10,000 shares, all of which shall be voting common shares with a par value of \$0.10 per share.

**ARTICLE V**

The address of the registered office of the corporation is 511 Phyllis Street, Pensacola, Florida 32503, and the name of the registered agent is Philip E. Renfroe.

**ARTICLE VI**

The name and address of the incorporator is Daniel R. Lozier 24 West Chase Street, Pensacola, Florida 32505.

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**ARTICLE VII**

The Board of Directors shall consist of no less than one (1) member. The names and addresses of the members of the Board of Directors are:

Philip E. Renfroe  
511 Phyllis Street  
Pensacola, Florida 32505

David Snellgrove  
1157 Gulf Breeze Parkway  
Gulf Breeze, Florida 32561


Eric G. Mitchell  
511 Phyllis Street  
Pensacola, Florida 32505

**ARTICLE VIII**

These Amended Articles of Incorporation may be further amended in the manner provided by Florida law.

IN WITNESS WHEREOF, we have subscribed my name this 18<sup>th</sup> day of December 2005.

BY:

  
PHILIP E. RENFROE  
Incorporator

12/18/05  
Date


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**REGISTERED AGENT ACCEPTANCE**

Having been named as registered agent to accept service of process for the above corporation at the place designated herein, I am familiar with and accept the appointment as registered agency and agree to act in this capacity.

**BY:**

 12/18/05  
PHILIP E. RENFROE Date  
Registered Agent

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**ACTION OF THE DIRECTORS AND SHAREHOLDERS OF**  
**SOUTHEAST ASSOCIATION OF CHIROPRACTIC PHYSICIANS, P.A.**  
**BY CONSENT IN LIEU OF MEETING**

**THE UNDERSIGNED**, the shareholders and directors of Southeast Association of Chiropractic Physicians, P.A. hereby unanimously take the following actions:

**RESOLVED**, that the name of the Corporation be changed to Southeast Association of Healthcare Providers, Inc.;


**RESOLVED**, that the Corporation's purpose be changed to any lawful purpose;

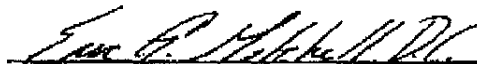
**RESOLVED**, that Philip E. Renfroe shall be the Registered Agent of the Corporation and the Registered Office of the Corporation shall be 511 Phyllis Street, Pensacola, Florida 32503; and

**RESOLVED**, that Amended and Restated Articles of Incorporation be filed with the Florida Secretary of State reflecting said changes;

**BY:**

 / 12/18/05  
DR. PHILIP E. RENFROE / Date  
Shareholder and Director

 / 12-18-05  
DR. DAVID SNELLGROVE / Date  
Shareholder and Director

 / 12-18-05  
DR. ERIC G. MITCHELL / Date  
Shareholder and Director

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