

TRANSMITTAL LETTER

P01000008155

FILED
01 JAN 22 AM 10:11
DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

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

SUBJECT:

Chiro Medical, Inc
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☒ \$78.75
Filing Fee
& Certificate of Status

☐ \$78.75
Filing Fee
& Certified Copy

☒ \$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM:

JAMES R. VAN WINKLE, DC
Name (Printed or typed)

14989 TAMPAI TRAIL
Address

900003562389-2
-01/22/01--01082--013
*****87.50 *****87.50

NORTH Port FL 34287
City, State & Zip

941-423-2667
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION

OF

ChiroMedical, Inc.

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TALLAHASSEE, FLORIDA

ARTICLE 1. – NAME

The name of the Corporation is **ChiroMedical, Inc.**,

ARTICLE 2. – PRINCIPAL OFFICE

The principal office of the Corporation shall initially be at 14989 Tamiami Trail, North Port, Florida, 34287. The Corporation may change its principal office from time to time as permitted by law.

ARTICLE 3. – MAILING ADDRESS

The initial mailing address of the Corporation shall be 14989 Tamiami Trail, North Port, Florida, 34287. The Corporation may change its mailing address from time to time as permitted by law.

ARTICLE 4. – PURPOSE

This Corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE 5. – POWERS

This Corporation shall have all of the powers enumerated in the Florida General Corporation Act.

ARTICLE 6. – SHARES (CAPITAL STOCK)

This Corporation is authorized to issue 1,000 Shares of Voting Common Stock with a Par Value of \$1.00 per Share.

ARTICLE 7. – PREEMPTIVE RIGHTS

The Corporation elects to have preemptive rights.

The holders of the common stock of the Corporation shall have the preemptive right to purchase. Upon such price, terms and conditions as shall be fixed by the Board of Directors, such of the shares of the common stock of the Corporation as may be issued from time to time over and above the issue of the first shares of the common stock of the Corporation which have never previously been sold or issued.

Such preemptive right shall apply to such shares whether such additional shares constitute a part of the shares presently or subsequently authorized or constitute shares held in the treasury of the Corporation and shall be exercised in the respective ratio with the number of shares held by each stockholder at the time of such issue bears to the total number of shares outstanding in the names of all stockholders at such time.

ARTICLE 8. – INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Registered Agent is 14989 Tamiami Trail, North Port, FL 34287 and in the name of the initial registered agent of this Corporation at that address is James R. Van Winkle, DC.

ARTICLE 9. - INITIAL BOARD OF DIRECTORS

The Corporation shall have One (1) Director initially. The number of Directors may be either increased or diminished from time to time by the Bylaws, but shall never be less than one. The name and address of the initial Director of this Corporation is:

**James R. Van Winkle, DC
14989 Tamiami Trail
North Port, FL 34287**

ARTICLE 10. – INCORPORATOR

The name and address of the Incorporator is:

**James R. Van Winkle, DC
14989 Tamiami Trail
North Port, FL 34287**

ARTICLE 11. – CUMULATIVE VOTING

All Shareholders are entitled to a cumulate their votes for Directors.
At each election for Directors, every Shareholder entitled to vote in the election shall have the right to cumulate his votes by giving one candidate as many votes as the number of Directors to be elected at that time multiplied by the number of his shares, or by distributing the votes on the same principal among any number of candidates.

ARTICLE 12. – INDEMNIFICATION

All Officers and Directors shall be indemnified by the Corporation to the fullest extent permitted by law against all expenses and liabilities, including attorney's fees reasonable incurred in connection with any threatened, pending or completed actions, suit or proceeding or settlement thereof in which they may become involved as a party or otherwise by reason of holding such office. The Corporation may purchase and maintain insurance or behalf of all Officers and Directors against any liability asserted against them or incurred by them in their capacity as Officers and Directors or arising out of their status as such.

ARTICLE 13. – AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in the Articles of Incorporation, or any amendment to them, and any right conferred upon the shareholders is subject to this reservation.

The undersigned Incorporator has executed these Articles of Incorporation on this the 17th day of January 2001.



James R. Van Winkle, DC

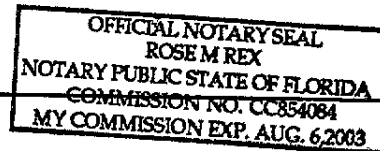
STATE OF FLORIDA
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 17th day of January, 2001
by James R. Van Winkle, DC, described as the Incorporator, who is personally known to
me or who has produced a Driver's License as identification, and who did take an oath.

My Commission Expires: 08-06-03

Rose M Rex

Notary Public



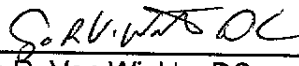
Printed Name: *ROSE M Rex*

Commission No: *08-06-03*
CC 854084

**ACCEPTANCE OF APPOINTMENT
AS REGISTERED AGENT FOR ChiroMedical, Inc.**

Having been named to accept Service of Process for the above stated Corporation, at the place designated in the Corporation's Articles of Incorporation, the undersigned hereby acknowledges and accepts the appointment and agrees to act in this capacity, and it further agrees to comply with the provision of all Statutes relative to the proper and complete performance of its duties.

Dated this 17th day of January 2001.

By: 
James R. Van Winkle, DC
Registered Agent

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TALLAHASSEE, FLORIDA