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TRANSMITTAL LETTER

FILED
01 MAR -2 AM 10:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

SUBJECT: Family Injury Care Center, Inc
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

100003795941--7
-03/02/01--01054--018
*****18.75 *****18.75

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: Marc L. Shapiro
Name (Printed or typed)
720 Goodlette Rd. N., #304
Address
Naples, FL 34102
City, State & Zip
941-649-8050
Daytime Telephone number

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

D. BROWN MAR - 7 2001

**ARTICLES OF INCORPORATION
FOR
FAMILY INJURY CARE CENTER, INC.**

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CLERK OF STATE
TALLAHASSEE, FLORIDA

The undersigned does hereby agree to become a corporation for profit under the provisions of Chapter 607, Florida Statutes, and hereby accepts all the rights, privileges, benefits and obligations conferred and imposed by said law on corporations pursuant to the provisions thereof, and does hereby make, subscribe, certify, acknowledge and file these Articles of Incorporation as follows:

ARTICLE I - NAME

The name of the corporation is Family Injury Care Center, Inc.

ARTICLE II - DURATION

The term of existence of the corporation is perpetual.

ARTICLE III - PURPOSE

The following purpose of the Corporation and the nature of its business are as follows:

1. To engage in the practice of Chiropractic Medicine as a professional service corporation and to provide services incident thereto.
2. To own property, enter into contracts and carry on any activity necessary or incidental to the accomplishment or furtherance of the purpose of this corporation.
3. The services of this Corporation which consist of the practice of Chiropractic Medicine shall be carried out only through officers, employees and agents in good standing and licensed in Florida to render the service of Chiropractic Medicine.
4. To do everything necessary, proper or convenient for the accomplishment of any of the purposes herein set forth, and to do every other act incidental thereto which is not forbidden by the laws of the State of Florida of the State of Florida Department of Business and Professional Regulation by the provisions of these Articles of Incorporation.

ARTICLE IV - STOCK

The aggregate number of shares which the corporation has authority to issue is 100, all of which shall be common shares with the par value of one dollar (\$1.00) per share.

ARTICLE V - MINIMUM CAPITAL

The corporation will begin business with Five Hundred Dollars (\$500.00) as minimum capital contributed by the Incorporator.

ARTICLE VI - DIRECTORS

There shall be one member of the initial Board of Directors of the corporation. The name and address of the persons who are to serve as Directors until the first election thereof is as follows:

- 1) President-Simone Milice-14481 Pine Lily Drive, Fort Myers, Florida 33908
- 2) Vice President- Jean F. Altidor-14481 Pine Lily Drive, Fort Myers, Florida 33908
- 3) Secretary-Charles Exume-3584 Central Avenue, Fort Myers, Florida 33908
- 4) Treasurer-Elfrance Milice-3000 Royal Palm Avenue, Fort Myers, Florida 33901-6153

ARTICLE VII – INCORPORATOR

The name and residence address of the Incorporator of these Articles of Incorporation is: Marc L. Shapiro, 720 Goodlette Rd. South, Suite 304, Naples, Florida 34102

ARTICLE VIII - MERGER OR CONSOLIDATION

Any merger or consolidation of this corporation with another corporation shall require the holders of at least fifty-one percent (51%) of the issued and outstanding shares of each class of stock in the corporation to approve such merger or consolidation, regardless of limitations or restrictions on the voting power thereof, entitled to vote at a meeting duly called for such a purpose.

ARTICLE IX - BYLAWS

The Bylaws of the corporation are to be made, altered or rescinded by the approval of the Directors of the corporation, together with the approval of the shareholders of the corporation holding at least fifty-one percent (51%) of the outstanding stock.

ARTICLE X - AMENDMENTS TO ARTICLES

These Articles of Incorporation may be amended by the act of the Directors of the corporation, with such Directors holding at least fifty-one percent (51%) of the outstanding stock of the corporation, together with the approval by the shareholders of the corporation holding at least fifty-one percent (51%) of the outstanding stock.

ARTICLE XI - SECTION 1244 STOCK

The stock of the corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as are necessary will be taken by the appropriate officers to accomplish this compliance.

ARTICLE XII - PREEMPTIVE RIGHTS GRANTED

Each shareholder of any class of stock of this corporation shall be entitled to full preemptive rights to purchase any unissued or treasury shares of the corporation and any securities of the corporation convertible into or carrying a right to subscribe to or acquire shares of any such unissued or treasury shares.

ARTICLE XIII - MAILING ADDRESS.
INITIAL REGISTERED OFFICE AND AGENT

The mailing address of the corporation's office is 14481 Pine Lily Drive, Fort Myers, Florida 33908. The street address of the initial registered office of the corporation is 720 Goodlette Rd. South, Suite 304, Naples, Florida 34102. The name of the initial registered agent of the corporation at that address is MARC L. SHAPIRO.

ARTICLE XIV - RESTRICTIONS ON STOCK TRANSFERS

Each shareholder of any class of stock in this corporation shall not dispose of the stock of the corporation which he or she may hereafter acquire without first making it available for purchase by the corporation and then to the remaining shareholders of the corporation should the corporation not elect to purchase any or all of such shares. The manner in which this option may be elected shall be prescribed by the Bylaws of this corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and seal on this 27th day of February 2001



Marc L. Shapiro

STATE OF FLORIDA
COUNTY OF COLLIER

I HEREBY CERTIFY that on this day before me a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared Marc L. Shapiro to me known to be the person described as the Incorporator in and who executed and subscribed to the Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above this 27th day of February 2001.



NOTARY PUBLIC

My commission expires:

(SEAL)




CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED

In compliance with Section 607.034 Florida Statutes, the following is submitted:

FIRST: That Family Injury Care Center, Inc. desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 14481 Pine Lily Drive, Fort Myers, Florida 33908, has named Marc L. Shapiro of 720 Goodlette Rd. South, Suite 304, Naples, Florida 34102, as its agent to accept service of process within Florida.

SECOND: Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

February 27th, 2001



Marc L. Shapiro
Resident Agent

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CLERK OF STATE
TALLAHASSEE, FLORIDA