

PO1000055290

March 20, 2001

Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

Re: CONNIE BOCZARSKI P.A.

Dear Sir/Madam:

Enclosed herewith please find the following:

- _____ Articles of Incorporation
- _____ Certificate of Designation of Registered Agent
- _____ Self Addressed Stamped Envelope
- _____ Check in the amount of \$78.75

The above items are being forwarded to you pursuant to Florida Statute for filing the above referenced corporation.

Thank you very much for your time and consideration of this matter. Please feel free to call if you have any questions.

Respectfully,

Connie Boczarski
Connie Boczarski



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2001 MAY 29 PM 1:05
SECRETARY OF STATE
TALLAHASSEE FLORIDA

✓
6/5/01

ARTICLES OF INCORPORATION

OF

CONNIE BOCZARSKI, P.A.

(a Florida Professional Association)

2001 MAY 29 PM 1:05

SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned, acting as incorporator of **CONNIE BOCZARSKI, P.A.** under the Florida General Corporation and the Professional Service Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I. CORPORATE NAME

The name of this corporation is: **CONNIE BOCZARSKI, P.A.**

ARTICLE II. PURPOSE

The general nature of the business to be transacted by this Corporation shall be to engage in every aspect of the practice of chiropractic medicine. The professional services involved in the Corporation's practice of law in Florida may be rendered only through its officers, agents, and employees who are duly authorized chiropractic physicians in the State of Florida. The Corporation shall not engage in any business other than the practice of chiropractic medicine. However, the Corporation may invest its funds in real estate, mortgages, stocks, bonds, or other types of investments and may own real and personal property necessary for the rendering of the professional services authorized hereby.

ARTICLE III. CAPITAL STOCK (authorized shares)

The maximum number of shares that the Corporation is authorized to have outstanding at any time shall be One Thousand (1,000) shares of common stock having a par value of One Dollar (\$1.00) per share. The consideration to be paid for each share shall be fixed by the Board of Directors and may be paid in whole or in part in cash or in other property, tangible or intangible, or in labor or services actually performed for the Corporation with a value, in the judgment of the Directors equivalent to or greater than the full par value of the shares.

ARTICLE IV. PRE-EMPTIVE RIGHT

Every shareholder, upon the sale in cash of any new stock of this Corporation of the same kind, class, or series as that which he already holds, shall have the right to purchase a pro rata share thereof (as nearly but not over as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE V. COMMENCEMENT OF EXISTENCE

The existence of this Corporation will commence on the date of filing of these Articles of Incorporation with the Secretary of State of Florida.

ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is:

1523 Arezzo Circle, Boynton Beach, FL 33436.

and the name of the initial Registered Agent of this corporation at that address is:

Connie Boczarski, D.C.

ARTICLE VII. PRINCIPAL OFFICE

The principal place of business and mailing address of this Corporation is:

1523 Arezzo Circle, Boynton Beach, FL 33436.

ARTICLE VIII. INITIAL BOARD OF DIRECTORS

This Corporation shall have one (1) Director initially. The number of Directors may be increased or diminished from time to time as provided in the Bylaws, but shall never be less than one (1). The names and addresses of the initial members of the Board of Directors are as follows:

NAME

ADDRESS

Connie Boczarski

1523 Arezzo Circle, Boynton Beach, FL 33436

ARTICLE IX. AMENDMENTS

This Corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation, or any amendment thereto, in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation.

ARTICLE X. INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

NAME

ADDRESS

Connie Boczarski

1523 Arezzo Circle, Boynton Beach, FL 33436

ARTICLE XI. QUALIFICATION OF SHAREHOLDERS

The shares of this Corporation may be issued, owned, and registered in the name of any individual who is duly authorized and licensed to practice chiropractic medicine in the State of Florida. In the event that shareholder:

- (a) becomes disqualified to practice chiropractic medicine in this State, or
- (b) accepts employment that, pursuant to chiropractic medicine, places restrictions or limitations upon the continued rendering of the professional services of a chiropractor, or
- (c) sells, transfers, hypothecates or pledges, or attempts to sell, transfer, hypothecate or pledge any shares of stock in this Corporation to any person ineligible by law or by virtue of these Articles of Incorporation, the Corporation's Bylaws or shareholder agreements to be a shareholder in this Corporation, or if such sale, transfer, hypothecation or pledge or attempt to sell, transfer, hypothecate or pledge is made in a manner prohibited by law or in a manner inconsistent with the provisions of these Articles, the Bylaws of this Corporation, shareholder agreements, or
- (d) suffers an execution to be levied upon his shares or such shares are subjected to sale or other process, the effect of which is to vest any legal or equitable interest in such shares other than the shareholder, then the shares of such shareholder shall immediately stand forfeited and such shares shall be immediately canceled by this Corporation and the shareholder or other person in possession of such shares shall be entitled only to receive payments for the value of such shares which, in absence of Bylaw provision or written agreement among its shareholders, shall be the book value thereof as of the last day preceding the month in which any of the events above enumerated occurs. The shareholder whose shares become so forfeited and are so canceled by the Corporation

shall forthwith cease to be a shareholder and, except to receive payment for his shares in accordance with the foregoing and payment of any other sums then lawfully due and owing to said shareholder by the Corporation, such shareholder shall then and thereafter have no further financial interest of any kind in the Corporation.

ARTICLE XII. STOCK TRANSFERS

No shareholder of this Corporation may sell or transfer any of his shares of stock in this Corporation except to another individual who is then duly authorized and licensed to practice chiropractic medicine in the State of Florida.

ARTICLE XIII. BYLAWS

The Corporation's Board of Directors is specifically authorized from time to time to adopt Bylaws, not inconsistent herewith or with shareholder agreements, restraining the alienation of shares of stock of this Corporation and providing for the purchase or redemption by the Corporation of its shares of stock.

ARTICLE IV. INDEMNIFICATION

This Corporation shall indemnify every person who is or was threatened to be made a party to any action, suit or proceeding whether criminal, civil, administrative, or investigative by reason of the fact that he is or was a Director or Officer of this Corporation against expenses (including attorney's fees), judgments, fines, and amounts paid in settlement, actually and reasonably incurred by him or her in connection with such action, suit or proceeding, except in cases involving gross negligence or willful misconduct in the performance of his or her duties, to the

full extent permitted by applicable law. Such indemnification may, in the discretion of the Board of Directors, include advances of his or her expenses in advance of final disposition subject to the provisions of applicable law. The right of indemnification herein provided shall not be exclusive or other rights to which any such person may now or hereafter be entitled as a matter of law.

IN WITNESS WHEREOF, the undersigned incorporator, has executed these Articles of Incorporation this 23 day of April 2001.

Connie Boczarski D.C.
Connie Boczarski D.C., Incorporator

STATE OF FLORIDA)
 PALM BEACH) SS:
COUNTY OF ~~BROWARD~~)

Before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Connie Boczarski D.C., known to me and known by me to be the person who executed the foregoing Articles of Incorporation and she acknowledged before me that she executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid this 23rd day of April, 2001.

My Commission Expires: 7/6/02

K. Combs
NOTARY PUBLIC, STATE OF FLORIDA



KATRINKA COMBS
COMMISSION # CC756659
EXPIRES JUL 06, 2002
BONDED THROUGH
ADVANTAGE NOTARY

DESIGNATION AND ACCEPTANCE OF REGISTERED AGENT

Pursuant to the provisions of Florida Statute 607.0501(3), the undersigned Corporation organized under the laws of the State of Florida, submits the following statement in designating the Registered Office/Registered Agent in the State of Florida:

The name of the Corporation is:

CONNIE BOCZARSKI, P.A.

The name of the Registered Agent is:

Connie Boczarski

The address of the Registered Agent/registered office is:

1523 Arezzo Circle, Boynton Beach, FL 33436

2001 MAY 29 PM 1:05
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ACCEPTANCE

Having been named as Registered Agent to accept service of process **CONNIE BOCZARSKI, P.A.** at the place designated in the forgoing Articles of Incorporation, I hereby accept this appointment and agree to act in this capacity. I further agree to comply with the provisions of all Statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

Connie Boczarski
Connie Boczarski, Registered Agent

Date: 4/23/01