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FILED
01 AUG 20 AM 7:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

August 16, 2001

Secretary of State
Division of Corporations
Bureau of Corporate Records
Post Office Box 6327
Tallahassee, Florida 32314

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-08/20/01--01108--004
****122.50 *****78.75

RE: Articles of Incorporation of: JUAN RAMOS, P. A.

Gentlemen:

Please, find enclosed, original, and one copy of the Articles of Incorporation of JUAN RAMOS, P. A.. Also, a check in the amount of ONE HUNDRED TWENTY TWO DOLLARS AND FIFTY CENTS (\$122.50) for corresponding fees.

Once the articles are filed, please send the filed copy to this office.

Sincerely yours,


Felipe R. Pacheco

FRP/ib
Encl.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Articles of Incorporation

Of

JUAN RAMOS, P. A.

The undersigned natural person, competent and licensed to practice chiropractic in the State of Florida, acting hereby as Incorporator for the purpose of forming a Professional Service Corporation for profit under the provisions of Section 607, Florida General Corporation Act, and Section 621, Florida Professional Service Corporation Act, of the Florida Statutes, does hereby adopt the following Articles of Incorporation:

I

Name of Corporation

The name of this corporation shall be **JUAN RAMOS, P. A.**

II

Purposes

The general nature and purposes of business to be transacted, promoted and carried on by the corporation are as follows:

- a. To engage in every aspect in the practice of chiropractic, and all its fields of specialization's, as are engaged in by chiropractic physicians.
- b. To engaged and render the professional services involved only through its officers, agents and employees who shall be chiropractic physicians in good standing and duly licensed or otherwise legally authorized within the State of Florida to render the same professional service as this corporation.
- c. To invest its funds in real estate, mortgages, stocks, bonds and any other type of investments permitted by law.

- d. To engage in no other business other than the rendition of the professional services specified herein.
- e. To do everything necessary and proper in accomplishing the purposes herein set forth and to do anything incidental thereto which is not forbidden under the laws of the State of Florida.

III

Capital Stock

- a. The maximum number of shares of stock that the corporation is authorized to have outstanding at any time shall be one hundred shares of common stock at one dollar (\$1.00) per share par value.
- b. The consideration to be paid for each share shall be payable in lawful money or property, labor or services.
- c. Shares of the corporation's stock and certificates shall be issued only to chiropractic physicians in good standing and duly licensed or otherwise legally authorized within the State of Florida to render the same professional services as this corporation.

IV

Duration

The corporation shall have perpetual existence.

V

Registered Agent

The address of this corporation's initial registered office is 5078 Southampton Circle, Tampa, Florida 33647 and the name of its initial registered agent at said address is JUAN RAMOS, of 5078 Southampton Circle, Tampa, Florida 33647.

VI

Incorporator

The name and address of the Incorporator is as follows:

JUAN RAMOS, OF 5078 Southhampton Circle, Tampa, Florida

33647.

VII

Management by Shareholders

The corporation shall be a close corporation within the meaning of, and governed by, the Florida Close Corporation Act. The business of the corporation shall be managed by its shareholders and there shall be no directors.

VIII

Informal Shareholder Action

Any action of the Shareholders may be taken without a meeting if consent in writing setting forth the action so taken shall be signed by all the Shareholders entitled to vote upon such action at a meeting and filed with the Secretary of the corporation as part of the corporate records.

IX

Severance and Termination of Employment

If any officer, stockholder, agent or employee of this corporation becomes legally disqualified to render the professional services for which the corporation is organized, or accepts employment that places restrictions or limitations on his continued rendering of such professional services, he shall forthwith sever all employment with the corporation, and shall not thereafter participate or share, directly or indirectly, in any earnings or profits realized by the corporation on account of professional services. The corporation shall forthwith, upon such disqualification of any shareholder, purchase such shareholder's shares and pay him all amounts owing and lawfully

due to him by the corporation, except that such shares shall not be entitled to dividends.

X

Indemnity

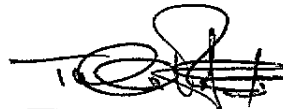
The corporation shall indemnify any officer, or any former officer, to the full extent permitted by law.

XI

Bylaw Amendment

The power to adopt, alter, amend or repeal the bylaws of this corporation shall be vested in the Stockholders provided that such amendment be in compliance with the laws of Florida governing a Professional Service Corporation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation in the State of Florida, this 16, day of August, 2001.



JUAN RAMOS,
Incorporator

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

BEFORE ME, the undersigned authority, personally appeared JUAN RAMOS who is to me well known to be the person described in and who executed the foregoing Articles of Incorporation as the Incorporator, and he acknowledged to and before me that he executed the same for the uses and purposes therein mentioned and set forth.


IN WITNESS WHEREOF, I have hereunto set my hand and seal at Tampa in the said County and State this 16th day of August, 2001.



Felipe R. Pacheco
MY COMMISSION # CC914865 EXPIRES
June 2, 2004
BONDED THRU TROY FAIR INSURANCE, INC.



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MY COMMISSION # CC914865 EXPIRES
June 2, 2004
BONDED THRU TROY FAIR INSURANCE, INC.


FELIPE R. PACHECO-NOTARY PUBLIC
STATE OF FLORIDA

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 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.



JUAN RAMOS,
Registered Agent

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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