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TALLAHASSEE, FLORIDA

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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Thomas R. Maurno P.A.
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

☒ Walk in

☐ Pick up time

☐ Mail out

☐ Will wait

☐ Photocopy

☒ Certified Copy

☐ Certificate of Status

NEW FILINGS

- ☒ Profit
☐ Not for Profit
☐ Limited Liability
☐ Domestication
☐ Other

OTHER FILINGS

- ☐ Annual Report
☐ Fictitious Name

AMENDMENTS

- ☐ Amendment
☐ Resignation of R.A., Officer/Director
☐ Change of Registered Agent
☐ Dissolution/Withdrawal
☐ Merger

REGISTRATION/QUALIFICATION

- ☐ Foreign
☐ Limited Partnership
☐ Reinstatement
☐ Trademark
☐ Other

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Examiner's Initials

CR2E031(7/97)

J. BRYAN MAR 11 2002

ARTICLES OF INCORPORATION

of

THOMAS R. MAURNO, P.A.
(a Florida Corporation)

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TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a professional corporation under the provisions of Chapters 607 and 621 of the Florida Statutes, adopts the following Articles of Incorporation:

ARTICLE I
NAME

The name and initial address of this corporation shall be: **THOMAS R. MAURNO, P.A.**, 7575 S.W. 62nd Avenue, Suite A, South Miami, Florida 33143.

ARTICLE II
DURATION

This corporation shall commence its existence immediately upon the filing of these Articles of Incorporation and shall exist perpetually thereafter unless sooner dissolved according to law.

ARTICLE III
PURPOSE

The general purpose for which the corporation is organized is to engage in every aspect of the practice of Chiropractic Medicine. The professional services involved in the corporation's practice of Chiropractic Medicine may be rendered only through its officers, agents and employees who are duly authorized and licensed to practice Chiropractic Medicine 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 and other types of investments, and may own real and personal property necessary for the rendering of the professional services authorized hereby.

ARTICLE IV
CAPITALIZATION

The aggregate number of shares which the corporation is authorized to issue is 100 shares. Such shares shall be of a single class, and shall have a par value of \$.01 per share.

ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this corporation shall be: 7575 S.W. 62nd Avenue, Suite A, South Miami, Florida 33143, with the privilege of having its offices and branch offices at other places within or without the State of Florida. The initial registered agent at that address shall be: Thomas R. Maurno, D.C.

ARTICLE VI
INITIAL DIRECTORS

The number of directors constituting the board of directors of the corporation shall be determined in accordance with the bylaws, but shall not be less than one (1). The names and addresses of the persons who are to serve as members of the initial board of directors are:

<u>Name</u>	<u>Address</u>
Thomas R. Maurno, D.C.	7575 S.W. 62 nd Avenue, Suite A, South Miami, Florida 33143

ARTICLE VII
INCORPORATOR

The name and address of the incorporator is Thomas R. Maurno, D.C., 7575 S.W. 62nd Avenue, Suite A, South Miami, Florida 33143.

ARTICLE VIII
ELIGIBLE SHAREHOLDERS

A. The stock of this corporation may be issued, owned and registered only in the name or names of an individual or individuals who are duly authorized and licensed to practice Chiropractic Medicine in the State of Florida. In the event that a shareholder:

- (i) becomes disqualified to practice Chiropractic Medicine in this state; or
- (ii) 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 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 or the bylaws of this corporation; or

- (iii) suffers an execution to be levied upon his stock, or such stock is subjected to sale or other process, the effect of which is to vest any legal or equitable interest in such stock in some person ineligible by law or by virtue of these Articles to be a shareholder in this corporation,

then the stock of such stockholder shall immediately stand forfeited and such stock shall be immediately canceled by this corporation and the shareholder or other person in possession of such stock shall be entitled only to receive payments for the value of such stock which, in the absence of a bylaw provision or written agreement between the corporation and its shareholders, or written agreement among its shareholders, shall be the book value thereof as of the last day of the month preceding the month in which any of the events above enumerated occurs. The shareholder whose stock so becomes forfeited and canceled by the corporation shall forthwith cease to be a shareholder and shall accept payment for his stock in accordance with the foregoing, and after 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.

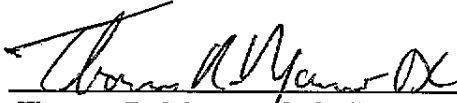
B. No shareholder of this corporation may sell or transfer any of his shares of stock in this corporation except to another individual who is then duly authorized and licensed to practice Chiropractic Medicine in the state of Florida. No shareholder of this corporation may enter into a voting trust agreement or any other type of agreement vesting another person with the authority to exercise the voting power of any or all of this stock.

C. The corporation's board of directors is specifically authorized from time to time to adopt bylaws, not inconsistent herewith, restraining the alienation of shares of stock of this corporation and providing for the purchases or redemption of the corporation of its shares of stock.

ARTICLE IX **INDEMNIFICATION**

The corporation shall indemnify each director, officer and shareholder of the corporation against any and all liability and expenses incurred by him in connection with or arising out of any action, suit or proceeding in which he may be involved, by reason of his being or having been an officer, director or shareholder of the corporation to the full extent permitted by the laws of the State of Florida.

Executed by the undersigned on the 6th day of March, 2002.


Thomas R. Maurno, D.C., Incorporator

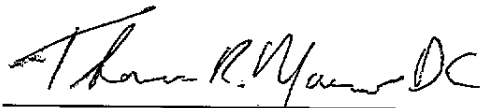
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with the laws of the State of Florida, the following is submitted:

First, that **THOMAS R. MAURNO, P.A.**, desiring to organize or qualify under the laws of the State of Florida, with its principal place of business in the City of South Miami, State of Florida, has named Thomas R. Maurno, D.C., 7575 S. W. 62nd Avenue, Suite A, South Miami, County of Miami-Dade, State of Florida 33143, as its statutory Resident Agent to accept service of process within Florida.

ACKNOWLEDGMENT

Having been named the statutory Resident Agent to accept service of process for the above-stated corporation at the place designated in this certificate, I hereby acknowledge that I am familiar with the obligations imposed upon a Registered Agent by section 607.325 of the Florida Statutes and I agree to accept the same and to act as Registered Agent, and to comply with the provisions of Florida law relative to keeping the registered office open.



Thomas R. Maurno, D.C.,
Registered Agent

DATED: this 6th day of
March, 2002.

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