

P05000120405

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H05000207471 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850) 205-0381

From:

Account Name : QUARLES & BRADY LLP
Account Number : I20000000067
Phone : (239) 262-5959
Fax Number : (239) 434-4999

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

05 AUG 30 AM 10:52

FILED

FLORIDA PROFIT CORPORATION OR P.A.

Robert L. Moon, D.C., P.A.

Certificate of Status	1
Certified Copy	1
Page Count	04
Estimated Charge	\$87.50

8/31/05
BWK

Electronic Filing Menu

Corporate Filing

Public Access Help

((H05000207471 3)))

FILED

05 AUG 30 AM 10: 52

**ARTICLES OF INCORPORATION
OF**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ROBERT L. MOON, D.C., P.A.

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following Articles of Incorporation for the purpose of organizing a business corporation.

**ARTICLE I
Name**

The name of the Corporation shall be **Robert L. Moon, D.C., P.A.**

**ARTICLE II
Purpose**

The Corporation shall have the power to engage in the business of chiropractic care.

**ARTICLE III
Shares**

The maximum aggregate number of shares that the Corporation shall have authority to issue and to have outstanding at any one time is 10,000 shares of Common Stock, par value \$0.01 per share.

**ARTICLE IV
Preemptive Rights**

No shareholder shall have the preferential or preemptive right to subscribe for or to purchase any shares of any class, any rights, warrants, or options with respect thereto, or any obligation convertible into or exchangeable for any such shares or other securities whether out of unissued shares or other securities or out of shares or other securities acquired by the Corporation after the issue thereof, regardless of the consideration therefor.

**ARTICLE V
Indemnification**

The Corporation shall indemnify to the fullest extent permitted by the Florida Business Corporation Act any person who has been made, or is threatened to be made, a party to an action, suit, or proceeding, whether civil, criminal, administrative, investigative, or otherwise (including an action, suit, or proceeding by or in the right of the Corporation), by reason of the fact that the

QBNAPW73294.1

((H05000207471 3)))

((H05000207471 3)))

person is or was a director or officer of the Corporation, or a fiduciary within the meaning of the Employee Retirement Income Security Act of 1974 with respect to an employee benefit plan of the Corporation, or serves or served at the request of the Corporation as a director, or as an officer, or as a fiduciary of an employee benefit plan, of another corporation, partnership, joint venture, trust, or other enterprise. In addition, the Corporation shall pay for or reimburse any expenses incurred by such persons who are parties to such proceedings, in advance of the final disposition of such proceedings, to the full extent permitted by the Florida Business Corporation Act.

ARTICLE VI
Control Share Act

The Florida Control-Share Acquisition sections of the Florida Business Corporation Act (§§ 607.0901 through 607.0903) shall not be applicable to this Corporation.

ARTICLE VII
Amendment of Bylaws

The Bylaws of the Corporation may be amended by majority vote of either the directors or the shareholders.

ARTICLE VIII
Registered Agent

The registered agent of the Corporation is Robert L. Moon. The street address of the Corporation's registered office is 4760 North Tamiami Trail, Suite 2, Naples, Florida 34103.

ARTICLE IX
Principal Office

The principal place of business and mailing address of this Corporation shall be 4760 North Tamiami Trail, Suite 2, Naples, Florida, 34103.

ARTICLE X
Incorporator


The name and address of the incorporator to these Articles of Incorporation is Robert L. Moon, 4760 North Tamiami Trail, Suite 2, Naples, Florida, 34103.

((H05000207471 3)))

ARTICLE XI
Amendment

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

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 7th day of August, 2005.



Robert L. Moon

((H05000207471 3)))

FILED

05 AUG 30 AM 10: 52

SECRETARY OF STATE
TALLAHASSEE, FLORIDA


CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Chapter 607.0501 of the Florida Statutes, 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.

1. The name of the corporation is Robert L Moon, D.C., P.A.
2. The name and address of the registered agent and office is:

Robert L. Moon
4760 North Tamiami Trail, Suite 2
Naples, Florida 34103

HAVING BEEN NAMED in the State of Florida as registered agent and to accept service of process for the above-stated corporation at the place designated in this certificate, Robert L. Moon hereby accepts the appointment as registered agent and agrees to act in this capacity. Robert L. Moon further agrees to comply with the provisions of all statutes relative to the proper and complete performance of his duties, and is familiar with and accepts the obligation of his position as registered agent.


Robert L. Moon

Dated: 8/25/05