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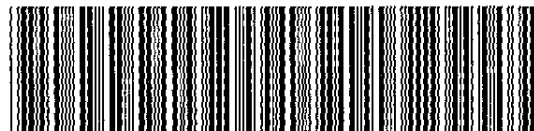
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TALLAHASSEE FLORIDA

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DIVISION OF CORPORATION

11/23/05

# CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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TALLAHASSEE FLORIDA

Dean M. Zuercher, D.C., P.A.

- ☒ Art of Inc. File
- ☐ LTD Partnership File
- ☐ Foreign Corp. File
- ☐ L.C. File
- ☐ Fictitious Name File
- ☐ Trade/Service Mark
- ☐ Merger File
- ☐ Art. of Amend. File
- ☐ RA Resignation
- ☐ Dissolution / Withdrawal
- ☐ Annual Report / Reinstatement
- ☒ Cert. Copy
- ☐ Photo Copy
- ☐ Certificate of Good Standing
- ☐ Certificate of Status
- ☐ Certificate of Fictitious Name
- ☐ Corp Record Search
- ☐ Officer Search
- ☐ Fictitious Search
- ☐ Fictitious Owner Search
- ☐ Vehicle Search
- ☐ Driving Record
- ☐ UCC 1 or 3 File
- ☐ UCC 11 Search
- ☐ UCC 11 Retrieval
- ☐ Courier

Signature

Requested by:

Name

Date

Time

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Will Pick Up

WC 11/22 11:00

ARTICLES OF INCORPORATION

OF

DEAN M. ZUSMER, D.C., P.A.

2005 NOV 22 PM 3:07

DEPARTMENT OF STATE  
TALLAHASSEE FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of this Corporation shall be:

DEAN M. ZUSMER, D.C., P.A.

The address of the principal office of this corporation shall be 2775 N.E. 163 Street, Suite 150, North Miami Beach, Florida 33160, and the mailing address shall be the same.

ARTICLE II. NATURE OF BUSINESS

The corporation may engage in the practice of Chiropractic Medicine under the laws of the United States, the State of Florida or any other state, county, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having \$1 par value per share.

#### ARTICLE IV. OFFICE AND REGISTERED AGENT

The street address of the initialed registered office of the corporation shall be 407 Lincoln Road, PH-SE, Miami Beach, Florida 33139, and the name of the initial registered agent of the corporation at that address is EDWARD E. LEVINSON.

#### ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

#### ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one (1) director, initially. The name and street address of the initial member of the Board of Directors is:

|                |                                                                      |
|----------------|----------------------------------------------------------------------|
| DEAN M. ZUSMER | 2775 N.E. 163 Street, Suite 150,<br>North Miami Beach, Florida 33160 |
|----------------|----------------------------------------------------------------------|

#### ARTICLE VII. OFFICERS

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed is:

DEAN M. ZUSMER

President, Secretary and Treasurer

ARTICLE VIII. INCORPORATOR

The name and street address of the initial incorporators of the Corporation is as follows:

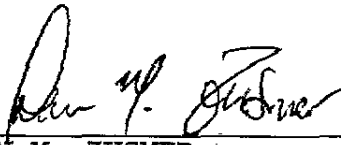
| <u>NAME</u>    | <u>ADDRESS</u>                                                       |
|----------------|----------------------------------------------------------------------|
| DEAN M. ZUSMER | 2775 N.E. 163 Street, Suite 150,<br>North Miami Beach, Florida 33160 |

ARTICLE IX. GENERAL PROVISIONS

- a) The private property of the stockholders shall not be subject to the payment of any corporate debts to any extent whatsoever.
- b) Subject to the provisions and conditions of this Article, the Corporation shall have full power and lawful authority to accept property, labor and services in payment for shares of its Capital stock in lieu of cash, at a just valuation to be fixed by its Board of Directors.
- c) A director of the Corporation may transact business, borrow, lend, or otherwise deal or contract with the Corporation to the full extent and subject only to the limitations and provisions of the laws of the State of Florida and the laws of the United States.
- d) The Corporation shall indemnify each director and officer of the Corporation against all or any portion of any expenses reasonably 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 or director of the Corporation (whether or not he continues to be an officer or director at the time of incurring such expenses), to the full extent permitted by and subject

only to the limitations and provisions of the laws of  
the State of Florida and laws of the United States.

SUBSCRIBED at Miami Beach, Florida, this 21<sup>st</sup> day of  
November, 2005.

  
\_\_\_\_\_  
DEAN M. ZUSMER

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

In pursuance of Chapter 48.091, Florida Statutes, the  
following is submitted, in compliance with said Act:

First--That DEAN M. ZUSMER, D.C., P.A. desiring to organize  
under the laws of the State of Florida with its principal office,  
as indicated in the Articles of Incorporation at the City of North  
Miami Beach, County of Miami-Dade, State of Florida, has named  
Edward E. Levinson, 407 Lincoln Road, PH-SE, Miami Beach, Florida  
33139, as its agent to accept service of process within this  
state.

ACKNOWLEDGMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the  
above-stated Corporation, at the place designated in this  
Certificate,

I hereby accept to act in this capacity, agree to comply with  
the provision of said Act relative to keeping open said office,  
and I am familiar with, and accept the obligations of, Section  
607.0505, Florida Statutes.

  
EDWARD E. LEVINSON, Registered Agent

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TALLAHASSEE FLORIDA  
CLERK OF THE STATE