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SECRETARY OF STATES DIVISION OF CORPORATION 2: 27

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# Law Offices ANTHONY R. PILEGGI

Chartered P. O. Box 302 Clarksville, Maryland 21029 2010 APR 15 PM 2: 27

Howard County Offices 2000 Century Plaza, Suite 420 10632 Little Patuxent Parkway Columbia, Maryland 21044 (301)441-3535 apileggi@pileggilaw.net

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April 11, 2010

Department of State New Filing Section - Division of Corporations P. O. Box 6327 Tallahassee, FL 32314

Re: Amanda V. Pileggi, D.C., P.A.

#### Attention:

Enclosed please find the following for filing with your Department:

1. An original and one copy of the Articles of Incorporation; and

2. Check payable to Florida Department of State for \$87.50, representing the filing fee (and designation of Registered Agent) of \$70.00, the \$8.75 fee for a Certificate of Status, and \$8.75 fee for a certified copy of the Articles of Incorporation with pages numbering not more than 8.

These Articles are being submitted by:

Amanda V. Pileggi

Address: 4601 66th Street West, Unit 510B, Bradenton, Florida 34210

Daytime telephone number: (443)812-4823 E-mail address: pilama15@gmail.com

Please process the Articles and return the Certificate of Status and certified copy of the Articles of Incorporation to the address noted above for Dr. Amanda Pileggi. Thank you for your attention.

Very truly yours

Anthony R. Pileggi

Juthay Hlop

Enclosures as stated

# Amanda V. Pileggi, D.C., P.A.

2010 APR 15 PM 2: 27

A Florida Professional Corporation Organized Pursuant to Chapter 607 and 621 of the Florida Statutes

# **ARTICLES OF INCORPORATION**

FIRST: I, Amanda V. Pileggi, whose mailing address is 4601 66<sup>th</sup> Street West, Unit 510B, Bradenton, Florida 34210, being at least eighteen (18) years of age, am hereby forming a professional corporation under and by virtue of the laws of the State of Florida.

SECOND: The name of the corporation (which is hereafter called the "Corporation") is

# Amanda V. Pileggi, D.C., P.A.

THIRD: The post office address of the principal office of the Corporation in this State is 4601 66<sup>th</sup> Street West, Unit 510B, Bradenton, Florida 34210.

FOURTH: The name and post office address of the initial Registered Agent is Amanda V. Pileggi at 4601 66<sup>th</sup> Street West, Unit 510B, Bradenton, Florida 34210.

FIFTH: The purposes for which the Corporation is formed are:

- (1) To provide professional services consisting of chiropractic care and related health care services of all types and kinds related thereto; and
- (2) To engage in any other lawful purpose or purposes as permitted by Chapter 607 and/or Chapter 621 of the Florida Statutes, as amended from time to time.

SIXTH: The total number of shares of capital stock which the Corporation has authority to issue is one thousand (1,000) shares of common stock with a par value of zero and 10/100 Dollars (\$0.10) per share. The Corporation may not issue any of its capital stock to anyone other than a professional corporation, a professional limited liability company, or an individual who is duly licensed or otherwise legal authorized

to render the same professional services as those for which the Corporation was incorporated. No shareholder of capital stock issued by the Corporation may sell or transfer her or his shares in the Corporation except to another professional corporation, professional limited liability company or individual, each of which must be eligible to be a shareholder of the Corporation.

SEVENTH: The number of directors of the Corporation shall be one (1), which number may be increased or decreased, pursuant to the By-Laws of the Corporation. The names of the director whom shall serve until the first annual meeting and until her successor shall be duly chosen and qualified, shall be:

### Amanda V. Pileggi

The mailing address of Amanda V. Pileggi is 4601 66<sup>th</sup> Street West, Bradenton, Florida 34210.

EIGHTH: The initial officers of the Corporation and their address are as follows:

President Amanda V. Pileggi, 4601 66th Street West, Unit

510B, Bradenton, Florida 34210

Secretary Amanda V. Pileggi, 4601 66th Street West, Unit

510B, Bradenton, Florida 34210

Treasurer Amanda V. Pileggi, 4601 66th Street West, Unit

510B, Bradenton, Florida 34210

NINTH: Except as may otherwise be provided by the Board of Directors, no holder of any shares of stock of the Corporation shall have any preemptive right to purchase, subscribe for, or otherwise acquire any shares of stock of the Corporation of any class now or hereafter authorized, or any securities exchangeable for such shares, or any warrants or other instruments evidencing rights or options to subscribe for, purchase or otherwise acquire such shares.

TENTH: No director of the Corporation shall be liable to the Corporation or to its stockholders for money damages except (1) to the extent that it is proved that such director actually received an improper benefit or profit in money, property or services, for the amount of the benefit or profit in money, property or services actually received, or (2) to the extent that a judgment or other final adjudication adverse to such director is entered in a proceeding based on a finding in the proceeding that such director's action, or failure to act, was (a) the result of active and deliberate dishonesty, or (b) intentionally wrongful, willful and malicious and, in each case, was material to the cause of action adjudicated in the proceeding.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this \_\_\_\_\_\_\_ day of April, 2010, and I acknowledge the same to be my act.

Amanda V. Pileggi,

Incorporator

Having being named as registered agent to accept service of process for Amanda V. Pileggi, D.C., P.A., at the place designated in these Articles of Incorporation, I am familiar with and accept the appoint as registered agent and agree to act in this capacity this 1 day of April, 2010.

Amanda V. Pileggi Registered Agent SALU AND IE DH 2.0