

P/7000045640

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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MAIL

(Business Entity Name)

(Document Number)

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TALLAHASSEE, FLORIDA

05/24/17



LISTEN. SOLVE. EMPOWER.

P: 239.992.6578 F: 239.992.9328 W: bmdpl.com  
27200 Riverview Center Boulevard, Suite 310  
Bonita Springs, Florida 34134

Donna M. Flammang  
Partner  
P: 239-992-6578  
F: 239-992-9238  
E: [dmflammang@bmdpl.com](mailto:dmflammang@bmdpl.com)

May 19, 2017

Charter Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

**Re: Certificate of Conversion "Other Business Entity"**

Gentlemen:

Enclosed please find a Certificate of Conversion, Articles of Incorporation and our check in the amount of \$105.00 to cover the filing fees for Kinexis, LLC to convert to Kinexis, P.A.

If you have any questions concerning this conversion, please do not hesitate to call me.

Sincerely,

A handwritten signature in black ink, appearing to read "Donna M. Flammang", is written over a horizontal line.

Donna M. Flammang

DMF/acr

Enclosures

4830-0287-5977, v. 1

**COVER LETTER**

**TO:** Charter Section  
Division of Corporations

**SUBJECT:** KINEXIS, P.A.

\_\_\_\_\_  
Name of Resulting Florida Profit Corporation

The enclosed Certificate of Conversion, Articles of Incorporation, and fees are submitted to convert an "Other Business Entity" into a "Florida Profit Corporation" in accordance with s. 607.1115, F.S.

Please return all correspondence concerning this matter to:

DONNA M. FLAMMANG, ESQUIRE

\_\_\_\_\_  
Contact Person

BRENNAN, MANNA & DIAMOND, P.L.

\_\_\_\_\_  
Firm/Company

27200 RIVERVIEW CENTER BLVD., SUITE 310

\_\_\_\_\_  
Address

BONITA SPRINGS, FL 34134

\_\_\_\_\_  
City, State and Zip Code

DMFLAMMANG@BMDPL.COM

\_\_\_\_\_  
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

DONNA M. FLAMMANG

at ( 239 ) 992-6578

\_\_\_\_\_  
Name of Contact Person

\_\_\_\_\_  
Area Code and Daytime Telephone Number

Enclosed is a check for the following amount:

<input checked="" type="checkbox"/> \$105.00 Filing Fees	<input type="checkbox"/> \$113.75 Filing Fees	<input type="checkbox"/> \$113.75 Filing Fees	<input type="checkbox"/> \$122.50 Filing Fees,
	and Certificate of	and Certified Copy	Certified Copy, and
	Status		Certificate of Status

**STREET ADDRESS:**

New Filings Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

**MAILING ADDRESS:**

New Filings Section  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

**Certificate of Conversion**  
For  
**"Other Business Entity"**  
Into  
**Florida Profit Corporation**

This Certificate of Conversion **and attached Articles of Incorporation** are submitted to convert the following **"Other Business Entity" into a Florida Profit Corporation** in accordance with s. 607.1115, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is:

KINEXIS, LLC

(414-027178)✓

Enter Name of Other Business Entity

2. The "Other Business Entity" is a limited liability company  
(Enter entity type. Example: limited liability company, limited partnership,  
general partnership, common law or business trust, etc.)

first organized, formed or incorporated under the laws of Florida  
(Enter state, or if a non-U.S. entity, the name of the country)

on February 17, 2014 ✓  
Enter date "Other Business Entity" was first organized, formed or incorporated

3. If the jurisdiction of the "Other Business Entity" was changed, the state or country under the laws of which it is now organized, formed or incorporated:

4. The name of the Florida Profit Corporation as set forth in the **attached Articles of Incorporation**:

KINEXIS, P.A.

Enter Name of Florida Profit Corporation

5. If not effective on the date of filing, enter the effective date: \_\_\_\_\_

(The effective date: 1) cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State; **AND** 2) must be the same as the effective date listed in the attached Articles of Incorporation, if an effective date is listed therein.)

**Note:** If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

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TALLAHASSEE, FLORIDA

Signed this 21<sup>st</sup> day of April, 2017.

**Required Signature for Florida Profit Corporation:**

Signature of Chairman, Vice Chairman, Director, Officer, or, if Directors or Officers have not been selected, an

Incorporator: [Signature]

Printed Name: DONNA M. FLAMMANG Title: INCORPORATOR

**Required Signature(s) on behalf of Other Business Entity:** [See below for required signature(s).]

Signature: [Signature]

Printed Name: LYETTE BOUCHER Title: MEMBER

Signature: \_\_\_\_\_

Printed Name: \_\_\_\_\_ Title: \_\_\_\_\_

Signature: \_\_\_\_\_

Printed Name: \_\_\_\_\_ Title: \_\_\_\_\_

Signature: \_\_\_\_\_

Printed Name: \_\_\_\_\_ Title: \_\_\_\_\_

Signature: \_\_\_\_\_

Printed Name: \_\_\_\_\_ Title: \_\_\_\_\_

Signature: \_\_\_\_\_

Printed Name: \_\_\_\_\_ Title: \_\_\_\_\_

**If Florida General Partnership or Limited Liability Partnership:**

Signature of one General Partner.

**If Florida Limited Partnership or Limited Liability Limited Partnership:**

Signatures of ALL General Partners.

**If Florida Limited Liability Company:**

Signature of a Member or Authorized Representative.

**All others:**

Signature of an authorized person.

**Fees:**

Certificate of Conversion:	\$35.00
Fees for Florida Articles of Incorporation:	\$70.00
Certified Copy:	\$8.75 (Optional)
Certificate of Status:	\$8.75 (Optional)

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TALLAHASSEE, FLORIDA

# ARTICLES OF INCORPORATION

## KINEXIS, P.A.

The undersigned, being duly licensed to practice chiropractic medicine in the State of Florida, desire to form a professional corporation in accordance with Chapters 607 and 621 of the Florida Statutes, and does hereby adopt the following Articles of Incorporation.

### ARTICLE I

The name of the corporation is: **Kinexis, P.A.**

### ARTICLE II

The principal place of business and mailing address of the Corporation shall be:

19910 South Tamiami Trail, Suite C  
Estero, FL 33928

### ARTICLE III

The general nature of the business to be transacted by this Corporation is to engage in the practice of chiropractic medicine within the State of Florida, to take all action that are necessary or proper in connection with that practice, and to engage or transact any and all business permitted under the laws of the State of Florida.

### ARTICLE IV

The Corporation shall commence upon the filing of these Articles of Incorporation, and shall have perpetual existence.

### ARTICLE V

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 1000 shares of common stock having no par value.

### ARTICLE VI

The shareholders of the Corporation shall have the power to include in the bylaws, or by separate agreement adopted by a majority of the shareholders of this Corporation, any regulatory or restrictive provisions regarding the proposed sale, transfer, or other disposition of any of the outstanding stock of the Corporation by any of its shareholders, or in the event of the death of any of its shareholders. The manner and form, as well as the relevant terms, conditions, and details, of the disposition shall be determined by the shareholders of the Corporation; provided, however, that such

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TALLAHASSEE, FLORIDA

regulatory or restrictive provisions shall not affect the rights of third parties without actual notice of the provisions unless the existence of the provisions is plainly noted on the certificate evidencing the ownership of such stock.

#### **ARTICLE VII**

The name and address of the initial Registered Agent is:

Donna M. Flammang, Esq.  
Brennan, Manna & Diamond, P.L.  
27200 Riverview Center Blvd., Suite C  
Bonita Springs, Florida 34134

The Board of Directors from time to time may change the Registered Agent and move the Registered Office to any other address in the State of Florida, all in accordance with Florida law.

#### **ARTICLE VIII**

The number of directors to comprise the initial Board of Directors shall be two (2) directors. The directors that are appointed to serve until new directors are appointed are Lyette Boucher of 19910 South Tamiami Trail, Suite C, Estero, Florida 33928 and David Adamson of 19910 South Tamiami Trail, Suite C, Estero, Florida 33928. Thereafter the number of directors shall be fixed by, or in the manner provided in the bylaws of the corporation.

#### **ARTICLE IX**


The name and street address of the Incorporator of these Articles of Incorporation is:

Donna M. Flammang, Esq.  
Brennan, Manna & Diamond, P.L.  
27200 Riverview Center Blvd., Suite C  
Bonita Springs, Florida 34134

#### **ARTICLE X**

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.


The undersigned has executed these Articles of Incorporation on this 21st day of April, 2017.

By:   
Donna M. Flammang, Esq.

**ACCEPTANCE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE**

I, the undersigned person, having been named as Registered Agent and to accept service of process for the above-stated Corporation at the place designated in the Articles of Incorporation, hereby accepts the appointment as Registered Agent and agrees to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

Dated this 21st day of April, 2017.

By:   
Donna M. Flammang, Esq.

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