

PA94000006511

June 3rd, 1997

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL. 32314

SUBJECT: Articles of Dissolution of Florida Chiropractic Center, Inc.
(PA94000006511)

Enclosed please find the original and one copy of the Articles of Dissolution and all related documents attached hereto, submitted by President, CEO, Director, and Incorporator, along with a check in the amount of \$35.00 as a filing fee for same. Please file same. Thank you.

FROM: Ronald J. York, Sr.
F.C.C.
1010 E. Busch Blvd., Suite 102
Tampa, FL. 33612

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FILED
97 JUN -4 AM 11:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

See 6/12 Vol. 125.

(5)

ARTICLES OF DISSOLUTION

FILED
97 JUN -4 AM 11:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to FL. Statutes 607.1402-1403, et seq., the undersigned officer of the corporation described herein hereby submits these Articles of Dissolution to the Florida Secretary of State for the purpose of dissolving the corporation.

1. The name of the corporation is: FLORIDA CHIROPRACTIC CENTER, INC., number #P94000006511. The date of its incorporation was: January 18th, 1994.
2. The date dissolution was authorized: May 28th, 1997.
4. There is one shareholder, and stock issued solely to that shareholder, Ronald J. York, Sr.. The dissolution was approved by the President, Vice President, Secretary/Treasurer, and C.E.O. Ronald J. York, Sr., and the vote to dissolve, and the plan to dissolve same was singularly unanimous.
- 5.. These Articles of Dissolution will be effective immediately, May 28th, 1997, or upon any statutory legal date as soon thereafter permitted under Florida law.

DATED this 28th day of May, 1997.

Ronald J. York, Sr.
RONALD J. YORK, SR/CEO.

**MINUTES OF SPECIAL MEETING OF DIRECTORS
[DISSOLUTION]**

A special meeting of the board of directors of Florida Chiropractic Center, Inc., took place on May 27th, 1997 at 802 E. Waters Ave., Tampa, FL.. Present were the director(s) of the corporation: K.W. McGill (Interim Director, Resigned), and Ronald J. York, Sr., C.E.O..

The board of director(s) discussed the dissolution of the corporation and a plan of liquidation. Upon motion duly made and seconded, the following resolutions were adopted:

RESOLVED, that, subject to the approval of the shareholder of the corporation and effective on May 28th, 1997, a plan of complete liquidation be, and hereby is, formulated to effect a complete liquidation and dissolution of the corporation in accordance with the following resolutions;

RESOLVED, that the C.E.O., Ronald J. York, Sr. of the corporation be, and he hereby is, authorized to receive any and all accounts receivable within the next thirty-five (35) days, and any and all receivables left uncollected shall be left and deemed abandoned, to facilitate the complete liquidation of the corporation;

RESOLVED, that after providing for all proper debts of the corporation, and to the extent that the assets of the corporation are sufficient therefore, all remaining assets including accounts receivable of the corporation, and only those received over the next thirty-five (35) days, shall be allocated for and distributed to Ronald J. York, Sr., with the understanding that any receivables uncollected after 35 days shall be left and deemed abandoned for any and all lawful use and purposes.

RESOLVED, that the actions provided for in the foregoing resolutions shall commence as soon as practicable after shareholder approval of this plan of complete liquidation;

RESOLVED, that Ronald J. York, Sr., C.E.O. of the corporation be, and he hereby is, authorized and directed to receive all accounts receivable over the next 35 days only, and all remaining receivables shall be abandoned, and to do or cause to be done all acts and things he may deem necessary or proper in order to carry out the complete liquidation and dissolution of the corporation and to fully effectuate the the foregoing resolution;

RESOLVED, that the board of director hereby recommends to shareholder that he approve the dissolution of the corporation and the plan of liquidation set forth in these resolutions; and

MINUTES OF SPECIAL MEETING OF SHAREHOLDER
[DISSOLUTION]

A special meeting of the shareholder of FLORIDA CHIROPRACTIC CENTER, INC., was held on May 28th, 1997 (4:00 p.m.) at 802 E. Waters Ave., Tampa, FL. 33604. Present was the shareholder of the corporation, to wit: Ronald J. York, Sr., sole shareholder.

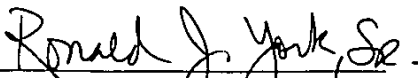
The recommendation of the corporation's board of director that the corporation be dissolved and that the complete liquidation of the corporation occur in accordance with the terms and provisions set forth in the resolutions adopted by the board of director. Upon motion duly made and carried, the following resolutions were adopted:

RESOLVED that the shareholder hereby consent, authorize, and approve the complete liquidation of the corporation in accordance with the terms and provisions set forth in the resolutions adopted May 28th, 1997, by the corporation's board of director. This plan of liquidation is adopted and approved.

RESOLVED that the shareholder hereby approve the distribution of all accounts receivable to the corporation received over the next thirty-five (35) days, be allocated to Ronald J. York, Sr., and that any and all other receivables left uncollected shall be and will be abandoned by the corporation and Ronald J. York, Sr., in accord with said plan of liquidation.

RESOLVED that the officer of the corporation be authorized and directed to do or cause to be done all such acts and things as he may deem necessary and proper in order to effect the complete liquidation and dissolution of the corporation in accordance with said plan of liquidation.

There being no further business, the meeting was adjourned.


Secretary: Ronald J. York, Sr.

RESOLVED, that a special meeting of the shareholder be called on at 4:00 p.m. on this date at 802 E. Waters Ave., Tampa, FL. 33604, to consider the above resolutions.

There being no further business, the meeting was adjourned.

Ronald J. York, Sr.
Secretary: Ronald J. York, Sr.

P94000006511

FLORIDA CHIROPRACTIC CENTER

1010 E. Busch Blvd., Tampa, FL. 33612 (813) 931-9707

June 2nd, 1997

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL. 32314

800002199739--1
-06/03/97--01061--007
*****70.00 *****70.00

Re: Resignation of Registered Agent for filing; and, Articles of Amendment of The Articles
of Incorporation of FLORIDA CHIROPRACTIC CENTER, INC. (PA94000006511).

Dear Sir or Madam:

Please find enclosed a check in the amount of \$70.00 as prepayment for the filing of the above
described and enclosed/attached documents (\$35.00 each).

Should you have any questions, please contact me immediately at (813) 931-9707. Thank you!

Sincerely,

Ronald J. York, Sr.
Ronald J. York, Sr.
Pres./CEO

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JUN -3 PM 4:17

Amend

JUN 12 1997


ARTICLES OF AMENDMENT OF THE
ARTICLES OF INCORPORATION

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JUN -3 PM 4: 17

The undersigned officer of the corporation described herein hereby submits the following amendment(s) to the corporation's Articles of Incorporation to the Secretary of State, Division of Corporations, P.O. Box 6327, Tallahassee, FL. 32314

1. The date of incorporation of the corporation: January 18th, 1994.
2. The name of the corporation before amendment: Florida Chiropractic Center, Inc.
3. The name of the corporation after amendment: Florida Chiropractic Center, Inc.
4. The text(s) of each amendment as adopted are as follows:
 - a) Amended: The name and address of each incorporator shall read: Ronald J. York, Sr., President, CEO, Secretary/Treasurer.
 - b) Amended: The name and address of the Registered Agent is now: Ronald J. York, Sr., 1010 E. Busch Blvd., Suite 102, Tampa, Florida 33612-8502.
5. The amendment(s) do not provide for any issuance of stock, or affect the stock at all.
6. The date of adoption of each amendment was: May 16th, 1997.
7. The amendment(s) were adopted by: The incorporator(s). Shareholder action was not required.
8. These amendments will be effective upon date of signing or filing, whichever date is first recognized by the Department of State, Division of Corporations, State of Florida. The manner of the adoption of the article of amendment and the vote by which they were adopted constitute full legal compliance with the provisions of applicable law, the corporation's articles of incorporation, and the corporation's bylaws.

I hereby verify subject to the penalties of perjury that the statements contained are true this 16th day of May, 1997.


RONALD J. YORK, SR., PRES./CEO
Florida Chiropractic Center, Inc.

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, 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: Florida Chiropractic Center, Inc.
(P94000006511)

2. The name and address of the registered agent and office is:

Ronald J. York, Sr.
(NAME)

1010 E. Busch Blvd., Suite 102
(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

Tampa, FL. 33612-8502
(CITY/STATE/ZIP)

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree 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.

Ronald J. York, Sr.
(SIGNATURE)

May 16th, 1997
(DATE)