

P95000 58028

MARGATE CHIROPRACTIC, INC.
8213 Cassia Terrace
Tamarac, Florida 33321

FILED
1995 JUL 27 PM 12:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

June 12, 1995

DEPARTMENT OF STATE
STATE OF FLORIDA
Corporate Division
P.O. Box 6327
Tallahassee, Florida 32304

600001518866
-06/20/95--01004--009
****122.50 ****122.50

RE: Margate Chiropractic, Inc.

Gentlemen:

Enclosed please find an original and one copy of the Articles of Incorporation for the above corporation. Please file the original Articles and return to me one certified copy. I am enclosing our check in the following amount:

Filing Fee	\$ 35.00
Agent Fee	35.00
Certified Fee	52.50
TOTAL	\$122.50

W95-12768

Very truly yours,

Jay Klein

705

R. CHESSEY JUL 27 1995



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 22, 1995

JAY KLEIN
8213 CASSIA TERRACE
TAMARAC, FL 33321

SUBJECT: MARGATE CHIROPRACTIC, INC.
Ref. Number: W95000012768

We have received your document for MARGATE CHIROPRACTIC, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Your document is being returned as requested.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6923.

Doris McDuffie
Corporate Specialist Supervisor

Letter Number: 995A00030701

JEFFREY P. KAISER
Attorney at Law
9825 West Sample Road
Suite 201
Coral Springs, Florida 33065
(305) 345-7177
Fax: (305) 345-6690

July 25, 1995

Florida Dept. of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: Incorporation Filing
MARGATE CHIROPRACTIC, P.A.
(Your letter Ref.# 995A00030701

Dear Sirs:

Enclosed with this letter, delivered by my courier, Empire Corporate Kit of America, please find revised Articles of Incorporation for the above corporation for filing with your office.

Please note, as per the enclosed copy of your June 22, 1995 correspondence, that my client had previously delivered papers to your office which were returned to him unfiled to allow for their revision. You retained the filing fee of \$122.50 which should be applied towards the present filing.

Please also note that the corporate name has been changed from the original submission to reflect that this corporation is a professional association filed as per Chapter 621, Florida Statutes.

Thank you for your attention in these regards and application of the original filing fee hereto.

Very truly yours,


JEFFREY P. KAISER, ESQ.

JPk/pnc

Encls

Charter Number Only

VALIDATION ONLY

7-25-95 Paula

Jeffrey KAISER

Requestor's Name

9825 West Sample Rd. #201

Address

Coral Springs FL 33065

City

State

ZIP

Phone

345-7177C

CORPORATION(S) NAME

MARGATE CHIROPRACTIC, P.A.

- | | | |
|--|--|---|
| <input checked="" type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> NonProfit | <input type="checkbox"/> Dissolution | <input type="checkbox"/> Mark |
| <input type="checkbox"/> Foreign | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Reservation | <input type="checkbox"/> Change of Registered Agent |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Photo Copies | <input type="checkbox"/> Certificate Under Seal |
| <input checked="" type="checkbox"/> Certified Copy | <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call If Problem |
| <input type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up |
| | | <input type="checkbox"/> After 4:30 |
| | | <input type="checkbox"/> Mail Out |

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

DUPLICATE COPY



Toll Free: 1-800-432-3028

ARTICLES OF INCORPORATION
OF
MARGATE CHIROPRACTIC, P.A.

FILED
JUL 27 PM 12:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the undersigned subscribers to these Articles of Incorporation, being natural persons competent to contract, do hereby form a corporation for profit under the laws of the State of Florida, in accordance with the provisions of Chapter 621 of the Florida Statutes, the Florida Professional Service Corporation Act.

ARTICLE I

NAME

The name of the Corporation is:

MARGATE CHIROPRACTIC, P.A.

ARTICLE II

DURATION

The term of existence of the corporation is perpetual.

ARTICLE III

PURPOSE

The purposes for which the Corporation is organized are:

(a) To engage in all lawful business activities not inconsistent with those activities permitted by Florida's Professional Service Corporation.

(b) To have perpetual succession by its corporate name unless a limited period of duration is stated in its Articles of

Incorporation.

(c) To sue and be sued, complain, and defend its corporate name in all actions or proceedings.

(d) To have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced.

(e) To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal in and with real or personal property or any interest therein, wherever situated.

(f) To lend money to and use its credit to assist its officers and employees in accordance with Section 607.0833.

(g) To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets.

(h) To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporations, associations, partnerships or individuals, or direct or indirect obligations of the United States or of any other government, state, territory, governmental district, or municipality or of any instrumentality thereof.

(i) To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the

corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises, and income.

(j) To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested.

(k) To conduct its business, carry on its operations, and have offices and exercise the powers granted by this act within or without this state.

(l) To elect or appoint officers and agents of the corporation and define their duties and fix their compensation.

(m) To make and alter bylaws, not inconsistent with its Articles of Incorporation or with the laws of this state, for the administration and regulation of the affairs of the Corporation.

(n) To make donations for the public welfare or for charitable, scientific or educational purposes.

(o) To transact any lawful business which the Board of Directors shall find will be in aid of governmental policy.

(p) To pay pensions and establish pension plans, profit sharing plans, stock bonus plans, stock option plans, and other incentive plans for any or all of its directors, officers, and employees of its subsidiaries.

(q) To be promoter, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust, or other enterprise.

(r) To have and exercise all powers necessary or

convenient to effect its purposes.

(s) To engage in the rendering of professional services as defined by Florida Statute Section 621.03(1), specifically consisting of the rendition of chiropractic services, as permitted under the laws of the United States and the State of Florida.

ARTICLE IV

CORPORATE STOCK

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is 100 shares of common stock, each share having the par value of one (\$1.00) dollar. Each stockholder of the corporation shall be entitled to one vote for each fully paid, non-assessable share owned by him, and there shall be no cumulative voting.

Authorized capital stock may be paid for in cash, services or property, at a just value to be fixed by the Board of Directors of this Corporation at any regular or special meeting.

This Corporation shall have as its shareholders only individuals who themselves are duly licensed or otherwise legally authorized within the State of Florida to render the same professional service as the corporation. No shareholder of this Corporation shall enter into a voting trust agreement or any other type agreement vesting another person with the authority to exercise the voting power of any or all of the shareholder's stock in this Corporation, nor may sell or transfer the shares in this Corporation except to another person who is eligible to be a

shareholder of this Corporation.

ARTICLE V

INITIAL CAPITAL

The amount of the capital with which the Corporation shall begin business shall not be less than One Hundred (\$100.00) Dollars.

ARTICLE VI

The initial street address of the principal office of this Corporation is to be at:

2482 North State Road 7
Margate, Florida 33063

The Board of Directors may from time to time designate such other address and place for the principal office of this Corporation as it may see fit.

ARTICLE VII

DIRECTORS

The number of directors of this Corporation shall be as provided by the Bylaws, but shall not be less than one (1) in number nor more than nine (9), and shall be one (1) in number until otherwise fixed or changed by the Bylaws.

ARTICLE VIII

INITIAL DIRECTORS

The name and addresses of the first Board of Directors who, subject to the provisions of the Certificate of Incorporation, the Bylaws of this Corporation, and the laws of Florida, shall hold office until their successors are chosen at the First Annual Meeting of this Corporation to be held at the time and place provided for by the Bylaws, are as follows:

<u>Name</u>	<u>Address</u>
Jay Klein, D.C.C.	2482 North State Road 7 Margate, Florida 33063

ARTICLE IX

SUBSCRIBER

The name and address of the Subscriber to the Certificate of Incorporation is as follows:

<u>Name</u>	<u>Address</u>
Jay Klein, D.C.C.	2482 North State Road 7 Margate, Florida 33063

ARTICLE X

PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE XI

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is: 9825 West Sample Road, Suite 201, Coral Springs, Florida 33065, and the name of the initial registered agent of this corporation is Jeffrey P. Kaiser.

ARTICLE XII

BYLAWS

The power to adopt, alter, amend and/or repeal bylaws shall be vested in the directors.

ARTICLE XIII

CALLING OF SPECIAL MEETINGS

Special meetings of shareholders may be called by any shareholder.

ARTICLE XIV

MEETINGS BY CONFERENCE TELEPHONE

Members of the Board of Directors may participate in special meetings of the Board of Directors by means of conference telephone as provided by law, but regular meetings of the Board of Directors must be attended in fact in person by each director.

ARTICLE XV

ACTION BY DIRECTORS WITHOUT A MEETING

The directors of this corporation may take action by written consent, as provided by law.

ARTICLE XVI

INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XVII

AMENDMENTS

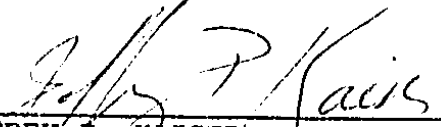
The corporation reserves the right to amend, alter, change or repeal any provisions herein contained in these Articles of Incorporation, the manner now or hereafter prescribed by law, and all rights, powers, privileges and discretion granted or conferred upon stockholders or directors herein are granted subject to this reservation.

IN WITNESS WHEREOF, I have hereunto my hand and seal this
25th day of July, 1995.


JAY KLEIN, D.C.C.

ACCEPTANCE AS REGISTERED AGENT

I HEREBY ACCEPT the designation as registered agent of MARGATE CHIROPRACTIC, P.A., a Florida Corporation, and as such I am authorized by the corporation to accept service of process for the corporation and act in all other capacities as duly authorized registered agent of said corporation. Said designation is contained in the Articles of Incorporation filed with the Secretary of State of the State of Florida.


JEFFREY P. KAISER, ESQ.
9825 West Sample Road, Suite 201
Coral Springs, Florida 33065

This instrument prepared by:
THE LAW OFFICES OF JEFFREY P. KAISER, ESQ.
9825 West Sample Road
The Colonial Building - Suite 201
Coral Springs, Florida 33065
PH: (305) 345-7177
FBN: 227358

FILED
1995 JUL 27 PM 12:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



P95000058028

SOUTHEAST CHIROPRACTIC CENTER

9160-B Wiles Road
Coral Springs, FL 33067
(305) 341-0505

Aug. 16, 1995

4000001565714
-08/22/95--01028--015
*****43.75 *****43.75

Dear Sirs:

Enclosed is an Articles of Amendment To Articles of Incorporation for Margate Chiropractic, P.A.

Please note that the only change is a change in Article 1 - a changing of name from Margate Chiropractic, P.A. to Perfect Health Chiropractic, P.A.

Also enclosed is a check in the amount of \$43.75 to cover the cost of the amendment and a certificate of status.

Please mail the amendement to the following: Jay Klein D.C.
7970 N.W. 66th Terrace
Parkland, Fl. 33067

Telephone 305 341-0505

Thank you for your attention to this matter.

Sincerely,

Jay Klein D.C.
Pres. Margate Chiropractic, P.A.

FILED
95 AUG 21 PM 2:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

nic
DRG 8/23

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

MARGATE CHIROPRACTIC, P.A.

(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: *(indicate article number(s) being amended, added or deleted)*

Article Number 1 to be amended as follows:

The new name of the corporation shall be - PERFECT HEALTH CHIROPRACTIC, P.A.

FILED
95 AUG 21 PM 2:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: Aug 16, 1995

FOURTH: Adoption of Amendment(s) (CHECK ONE)

☐ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

☐ The amendment(s) was/were approved by the shareholders through voting groups.
The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were
sufficient for approval by _____"
voting group

☒ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this day 16 of AUGUST, 19 95.

Signature 
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

JAY KLEIN D.C.

Typed or printed name

PRESIDENT - MARGATE CHIROPRACTIC, P.A.

Title



2482 N. State Rd. 7
Margate, FL 33063
(954) 973-8080

DR. JAY KLEIN

Member American College of Acupuncture & Chiropractic
Member Medical Legal Consultants Association
National Board of Chiropractic Examiners
Independent Medical Examiner

P95000058028

February 12, 1997

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

000002090040--3
-02/18/97--01008--004
*****43.75 *****43.75

Re: Amendment Section

Dear Sirs:

Enclosed is an Articles Of Amendment form for Perfect Health Chiropractic, P.A., and also enclosed is a check in the amount of \$43.75 to cover cost of filing fees and Certificate Of Status. Please send Certificate Of Status to : A Perfect Solution Pain Relief Center, 2482 N. State Road 7, Margate, FL 33063, Att: Dr. Jay Klein.

If you have any questions regarding this matter please contact us at (954) 973-8080.

Sincerely,

Jay Klein, D.C.

JK/ml

encl. 2

SECRETARY
DIVISION OF
CORPORATIONS
97 FEB 17 AM 9:58

PC
FEB 20 1997

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 FEB 17 AM 9:58

Perfect Health Chiropractic, P.A.

(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: *(indicate article number(s) being amended, added or deleted)*

Article #1

Article 1 shall be ammended as follows:

The name of the corporation shall be changed to:

A Perfect Solution Pain Relief Center, P.A.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: Feb. 1, 1997

FOURTH: Adoption of Amendment(s) (CHECK ONE)

☒ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

☐ The amendment(s) was/were approved by the shareholders through voting groups.
The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

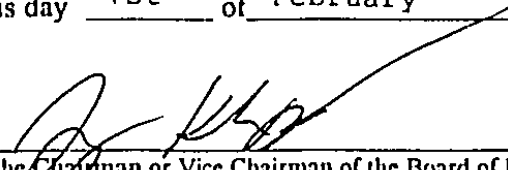
"The number of votes cast for the amendment(s) was/were sufficient
for approval by _____"
voting group

☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this day 1st of February, 1997

Signature


(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Jay Klein

Typed or printed name

President

Title

P 95000058028

Requestor's Name

PERFECT HEALTH
2482 N. ST. RD. 7
MARGATE, FL 33083

:#

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #) 700002244777--8
-07/23/97--01021--003
*****43.75 *****43.75

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

☐ Walk in

☐ Pick up time _____

☐ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

97 JUL 23 AM 8:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

NC
OFF
2/28

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

A PERFECT SOLUTION PAIN RELIEF CENTER, P.A.
(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: *(indicate article number(s) being amended, added or deleted)*

ARTICLE #1

Article 1 shall be ammended as follows:

The name of the corporation shall be changed to:

PERFECT HEALTH CHIROPRACTIC, P.A.

FILED
97 JUL 23 AM 8:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: June 18, 1997

FOURTH: Adoption of Amendment(s) (CHECK ONE)

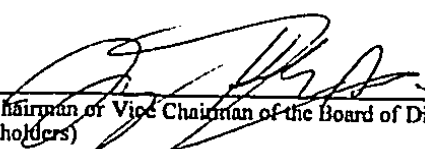
- ☒ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- ☐ The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"The number of votes cast for the amendment(s) was/were sufficient for approval by _____ voting group"

- ☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- ☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 18 day of June, 19 97

Signature


(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Jay Klein

Typed or printed name

President

Title