

1201 HAYS STREET
TALLAHASSEE, FL 32301
TEL: 904-222-0032
FAX: 904-222-0011

800-342-8086

CSC networks
PREMIUM
TELEPHONE & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 678422 131180A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : September 12, 1995

ORDER TIME : 10:16 AM

ORDER NO. : 678422

CUSTOMER NO: 131180A

CUSTOMER: Sherman M. Brod, Esq
BROD & SPEARS, P.A.

Suite 595
5100 West Kennedy Boulevard
Tampa, FL 33609-2035

EFFECTIVE DATE
SEP - 8 1995

SEP 12 1995
09/12/95 01065 0.2
***122.50 ***122.50

DOMESTIC FILING

NAME: RODRIGUEZ CHIROPRACTIC
CENTER, P.A.

XX ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
____ PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS: T. BROWN SEP 12 1995

FILED
95 SEP 12 PM 1:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE
SEP - 8 1995

ARTICLES OF INCORPORATION
OF

RODRIGUEZ CHIROPRACTIC CENTER, P.A.

FILED
95 SEP 12 PM 1:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, VASCO A. RODRIGUEZ-CALZADA, HEREDY executes these Articles of Incorporation, for the purpose of becoming a professional corporation for profit under the laws of the State of Florida.

FIRST: CORPORATE NAME

The name of this corporation shall be:

RODRIGUEZ CHIROPRACTIC CENTER, P.A.

SECOND: COMMENCEMENT AND DURATION

Corporate existence shall commence on September 8, 1995, or on the date of filing if more than five (5) days past said date.

THIRD: PRINCIPAL OFFICE &
REGISTERED OFFICE AND AGENT

The street address of the initial principal office shall be:


4934 Halifax Drive
Tampa, FL 33615

and the street address of the registered office, and the name of the initial registered agent, of this corporation are:

Registered Office: Corporation Service Company
1201 Hays Street
Tallahassee, FL 32301

Registered Agent: Corporation Service Company

I, the above named Registered Agent, do hereby accept such designation, and the duties imposed thereby.


CORPORATION SERVICE COMPANY
Registered Agent
Its Agent, Gail Shelby

FOURTH:

GENERAL PURPOSE AND POWERS

This Corporation is being organized for the practice of chiropractic services.

FIFTH:

OFFICERS

The daily affairs of this corporation shall be administered by a President, a Secretary and a Treasurer. The initial officers are set forth hereafter in Paragraph Twelfth. Additional officers may be established or deleted from time to time, by the By-laws of the Corporation. Any one person may hold any one or more offices at the same time.

SIXTH:

CONFLICTS ALLOWED

No contract, act or other transaction between this corporation and any number of Directors and Officers of this Corporation; whether said Directors or Officers are acting individually or through any firm, association or other corporation with which they may be interested in any manner; shall be affected or invalidated for that reason. Further, any Director and/or officer of this Corporation may vote upon any Contract, act or any other transaction between this Corporation and himself or any other entity in which he may in anywise be interested; and, in the absence of fraud, he is hereby relieved from any liability that might otherwise exist from such contracting.

SEVENTH:

BY-LAWS

The By-Laws of this Corporation may contain any and all provisions for the regulation and management of the affairs of this Corporation, which are not inconsistent with law, or with any of these Articles of Incorporation. The initial By-Laws of this Corporation shall be adopted by the initial Board of Directors. Thereafter, only the Stockholders shall have the right to adopt additional By-Laws, or to alter, amend or repeal an existing By-Law. The vote of a majority of the shares of stock issued and outstanding (excluding treasury stock) shall be required to adopt, alter, amend or repeal a By-Law.

EIGHTH:

DIRECTORS REQUIRED

All corporate powers shall be exercised by or under the authority of, and this Corporation's business and affairs shall be managed under the direction of a Board of Directors. The number of Directors shall be fixed by the By-Laws, and may be increased or decreased from time to time, by amendment of said By-Laws. The By-Laws may provide that the number of Directors shall always be equal to the number of Stockholders. Also, the By-Laws may provide that a person must be a shareholder, to be eligible to be a Director.

NINTH:

JOINT MEETING - SEPARATE VOTES

In the event that the By-Laws provide that the number of Directors shall be equal to the number of Stockholders; and in the event that the By-Laws provide that a person must be a shareholder to be eligible to be a Director; then each annual or special meeting shall be conducted as a joint meeting of Stockholders and of Directors. At all such meetings a Stockholder's vote shall be required as to any matter which either the laws of this State, these Articles of Incorporation, or the By-Laws of this Corporation, specifically reserve to the stockholder. All other matters shall be decided by a Director's vote. Each stockholder present, in person or by proxy, shall have one vote for each share of stock held by him of record, when a stockholder's vote is required. If a stockholder's vote is not required, then each stockholder present shall have one vote, regardless of the number of shares of stock held by him. The Secretary shall indicate upon the Minutes whether a stockholder's vote, or a director's vote was taken as to each matter presented, unless the decision is unanimous.

TENTH:

AMENDMENTS TO ARTICLES OF INCORPORATION

These Articles of Incorporation may be amended by a majority vote of the number of shares of stock issued and out standing (excluding treasury stock).

ELEVENTH:

AUTHORIZED CAPITAL STOCK

The authorized capital stock of this Corporation shall be \$7,000.00 consisting of 7,000 Shares of Common Stock of the par value of ONE AND NO/100 (\$1.00) DOLLAR each.

TWELFTH: INITIAL OFFICERS, DIRECTORS AND INCORPORATORS

The names and addresses of the initial Incorporator and the initial Officer and Director of the initial Board which consists of one person is:

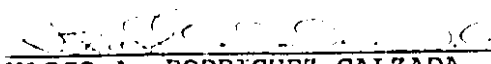
INCORPORATOR & DIRECTOR
ADDRESS

VASCO A. RODRIGUEZ-CALZADA
4934 Halifax Drive
Tampa, Florida 33615

OFFICE

Director,
President, Secretary
and Treasurer

IN WITNESS WHEREOF, the incorporator has executed these Articles of Incorporation on September 8, 1995.

 (seal)
VASCO A. RODRIGUEZ-CALZADA, Incorporator

ACKNOWLEDGMENT

STATE OF FLORIDA)
) SS
COUNTY OF HILLSBOROUGH)

BEFORE ME the undersigned authority, personally appeared:

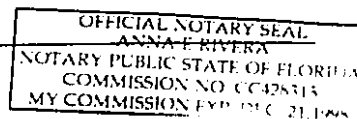
VASCO A. RODRIGUEZ-CALZADA

personally known to me, who, upon being duly sworn, deposes and says that they executed the above and foregoing Articles of Incorporation; and that the same were executed for the uses and purposes expressed therein.

DATED: September 8, 1995


NOTARY PUBLIC
State of Florida at Large.

My commission expires:



P95000070055

RODRIGUEZ CHIROPRACTIC CENTER
5108 NORTH HABANA AVENUE SUITE 1
TAMPA, FLORIDA 33614
(813) 685-3563

Divisions of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

RECEIVED
-05/01/96--01009--002
*****96.25 *****96.25

RE: Amendment of Articles of Inc.
Article Number: P95000070055

We wish to amend the Articles of Incorporation which were filed on September 12, 1995. We would like to change the name from Rodriguez Chiropractic Center, P.A. to Bayside Chiropractic Center effective May 1, 1996.

Attached are the documents that were sent to me to amend the above stated article and a check in the amount of \$96.25 for the filing fee, a certified copy and the certificate of status.

If you have any questions, please feel free to contact our office.

Sincerely,

Renee M. Watkins
Renee M. Watkins
Office Manager

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
05 MAY -3 PM 1:11

Renee GAVE

AUTHORIZATION BY PHONE TO
^{insert}
CORRECT suffix of Inc.

DATE _____

DOC. EXAM. MAY 7 1996

mc
MAY 7 - 1996

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 MAY -3 PM 1:11

RODRIGUEZ CHIROPRACTIC 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)*

RODRIGUEZ CHIROPRACTIC CENTER, P.A. ARTICLE #: P95000070055
AMEND TO READ
BAYSIDE CHIROPRACTIC CENTER, INC.

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:


I DO NOT BELIEVE THIS IS APPLICABLE

THIRD: The date of each amendment's adoption: MAY 1, 1996

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 24th day of APRIL, 1996

Signature  VASCO A. RODRIGUEZ CALZADA, D.C.
(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)

VASCO A. RODRIGUEZ CALZADA, D.C.

Typed or printed name

PRESIDENT/INCORPORATOR

Title