

P96000012320

LAW OFFICE
DANE E. DiSANO, P.A.
4020 Park Street North, Suite 301B
St. Petersburg, Florida 33709
Telephone: (813) 347-0099

January 26, 1996

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

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-01/29/96--01062--0007
****122.50 ****122.50

Re: Articles of Incorporation of
Gars Chiropractic Center, P.A.

Dear Sir:

Enclosed please find an original of the Articles of Incorporation for Gars Chiropractic Center, P.A., along with a check in the amount of \$122.50 representing various fees for the filing of this corporation.

Please return to this office the certified copy of the Articles of Incorporation.

Sincerely,


Dane E. DiSano, Esq.

DED:e

Enc.

789 G34,671
W46-2420

FILED
96 FEB -8 PM 1:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

GB 2/8/96



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

FILED

96 FEB -8 PM 1:47

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

January 31, 1996

DANE E. DISANO, ESQUIRE
4020 PARK ST N SUITE 301B
ST PETERSBURG, FL 33709

SUBJECT: GARS CHIROPRACTIC CENTER, P.A.
Ref. Number: W96000002420

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

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

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) 487-6931.

Garrett Blanton
Document Specialist

Letter Number: 396A00004352

ARTICLES OF INCORPORATION
FOR PROFESSIONAL CORPORATION

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned natural person, competent and licensed to practice Chiropractic in the State of Florida, acting hereby as Incorporator for the purpose of forming a Professional Service Corporation for profit under the provisions of Section 607, Florida General Corporation Act, and Section 621, Florida Professional Service Corporation act, of the Florida Statutes, does hereby adopt the following Articles of Incorporation:

I

NAME, PRINCIPAL OFFICE AND MAILING ADDRESS OF CORPORATION

The name of this Corporation shall be GARS CHIROPRACTIC CENTER, P.A. The address of the principal office and mailing address of the corporation shall be: 1919 Tyrone Blvd., St. Petersburg, FL 33710.

II

PURPOSES

The general nature and purposes of business to be transacted, promoted and carried on by the Corporation are as follows:

a. To engage in the practice of Chiropractic as a professional corporation and to carry on services incident thereto. The practice of Chiropractic is the sole and exclusive professional service to be rendered by this Corporation.

b. To own property, enter into contracts, and to carry on any business necessary or incidental to the accomplishment or furtherance of the purposes or objects of this Corporation.

c. The professional services of this Corporation shall be carried out only through officers, employees, and agents, each of whom is duly authorized to practice Chiropractic in the State of Florida.

III

CAPITAL STOCK

a. The maximum number of shares of stock that the Corporation is authorized to have outstanding at any time shall be 7,500 shares of common stock at \$1.00 per share par value.

b. The consideration to be paid for each share shall be payable in lawful money or property, labor or services.

c. Shares of the Corporation's stock and certificates shall be issued only to Doctors of Chiropractic in good standing and duly licensed or otherwise legally authorized within the State of Florida to render the same professional services as this Corporation.

IV
DURATION

The Corporation shall have perpetual existence.

V
REGISTERED AGENT

The address of this Corporation's initial Registered Office is 4020 Park Street North, Suite 301B, St. Petersburg, FL 33709 and the name of its initial Registered Agent at said address is DANE E. DISANO, ESQ.

VI
INCORPORATOR

The name and address of the Incorporator is as follows:

MICHAEL J. GARS
11901 4th Street North #423
St. Petersburg, FL 33716

VII
BOARD OF DIRECTORS

The Corporation shall have a Board of Directors consisting of one (1) person. The number of Directors may be increased or decreased from time to time by a resolution of the majority of the Stockholders but shall never be less than one. The name and address of the initial Director of this Corporation is:

MICHAEL J. GARS
11901 4th Street North #423
St. Petersburg, FL 33716

VIII
INFORMAL SHAREHOLDER ACTION

Any action of the Shareholders may be taken without a meeting if consent in writing setting forth the action so taken shall be signed by all the Shareholders entitled to vote upon such action at a meeting and filed with the Secretary of the Corporation as part of the corporate records.

IX
SEVERANCE AND TERMINATION OF EMPLOYMENT

If any officer, director, stockholder, agent or employee of this Corporation becomes legally disqualified to render the professional services for which the Corporation is organized, or accepts employment that places restrictions or limitations on his continued rendering of such professional services, he shall forthwith sever all employment with the corporation, and shall not thereafter participate or share, directly or indirectly, in any earnings or profits realized by the corporation on account of professional services. The Corporation shall forthwith, upon such disqualification of any shareholder, purchase such shareholder's shares and pay him all amounts owing and lawfully due to him by the corporation, except that such shares shall not be entitled to dividends.

X
INFORMAL DIRECTOR ACTION

If all of the Directors severally or collectively consent in writing to any action taken or to be taken by the Corporation, and the writings evidencing their consent are filed with the Secretary of the Corporation, the action shall be as valid as though it has been authorized at a meeting of the Board of Directors.


XI
INDEMNIFICATION

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

XII
BYLAW AMENDMENT

The power to adopt, alter, amend or repeal the bylaws of this Corporation shall be vested in the Board of Directors and Stockholders provided that such amendment be in compliance with the laws of Florida governing a Professional Service Corporation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation in the State of Florida, this 26 day of January, 1996.


MICHAEL J. GARS, Incorporator

STATE OF FLORIDA)
COUNTY OF PINELLAS)

The foregoing instrument was acknowledged before me this
26 day of January, 1996, by MICHAEL
J. GARS, who is personally known or has produced
FL-DL G620-550-65-426-0 as identification.

IN WITNESS WHEREOF, I have hereunto set my hand and seal
at St. Petersburg, in the said County and State, this 26
day of January, 1996.

Cynthia A. Gilbert
NOTARY PUBLIC - signature



CYNTHIA A. GILBERT
MY COMMISSION # CC441561 EXPIRES
March 11, 1999
BONDED THRU TRISTY FAIR INSURANCE, INC.

CYNTHIA A. GILBERT
NOTARY PUBLIC - printed
My Commission Expires: 3-11-99

CONSENT OF REGISTERED AGENT

Having been named as Registered Agent for GARS
CHIROPRACTIC CENTER, P.A., at the Registered Office
designated in the Articles of Incorporation, the undersigned
hereby accepts the designation of registered agent.

Dane E. Disano
DANE E. DISANO, ESQ.
Registered Agent

STATE OF FLORIDA)
COUNTY OF PINELLAS)

The foregoing instrument was acknowledged before me this
26 day of January, 1996, by DANE E. DISANO,
ESQ., who is personally known or has produced
_____ as identification.

IN WITNESS WHEREOF, I have hereunto set my hand and seal
at St. Petersburg in the said County and State this 26 day
of January, 1996.

Cynthia A. Gilbert
NOTARY PUBLIC - signature



CYNTHIA A. GILBERT
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March 11, 1999
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