

P96000030086

3-11, 1998

HAMBURG CHIROPRACTIC CENTERS, INC.
3219-21 SW Mapp Road
Palm City, FL 34990
(407) 223-8848

FILED
96 APR -5 PM 3:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

OFFICES

Re: HAMBURG CHIROPRACTIC CENTERS, INC.

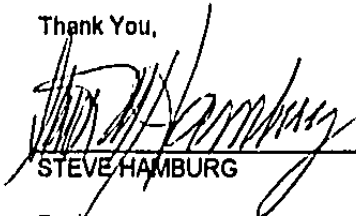
000001745130
03/15/98-07094-016
*****70.00 *****70.00

Dear Division of Corporations:

Enclosed please find Articles of Incorporation for HAMBURG CHIROPRACTIC CENTERS, INC., along with a check in the amount of \$70.00 for filing fee and designation of registered agent.

Also enclosed is a photocopy of the Articles. Please return to me with the filing date stamped on it.

Thank You,


STEVE HAMBURG

Enclosures

W96-098

PH 4/5/98



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 21, 1996

STEVE HAMBURG
3219-21 SW MAPP RD
PALM CITY, FL 34990

OFFICES
SUBJECT: HAMBURG CHIROPRACTIC CENTERS, INC.
Ref. Number: W9600006098

We have received your document for HAMBURG CHIROPRACTIC CENTERS, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

In reviewing our records, we note there is a(n) HAMBURG CHIROPRACTIC CENTER, P.A., Document number P93000013763, in existence.

Because of the similarities between the existing corporation and the one you are now seeking to file with us, and because it is our duty to assure that all fees due this office in accordance with section 607.0130(2)(c), Florida Statutes, are collected, we are returning the articles of incorporation unfilled and must request you return the existing corporation to good standing by completing the enclosed reinstatement application and submitting it with the appropriate fees.

The fees to reinstate the corporation are as follows: \$175 reinstatement fee, \$61.25 filing fee per year for the years 1994 through the current year, \$138.75 supplemental fee for the years 1992 forward. The total fee to file the reinstatement is \$775.00, therefore, there is a balance of \$705.00 due. Add an additional \$8.75 for each certificate of status requested.

If you have any questions concerning the filing of your document, please call (904) 487-6915.

Pamela Hall
Document Specialist

Letter Number: 296A00012973

4-2, 1998

HAMBURG CHIROPRACTIC OFFICES, INC.
3219-21 SW Mapp Road
Palm City, FL 34990
(407) 223-8848

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

Re: HAMBURG CHIROPRACTIC OFFICES, INC.

Dear Division of Corporations:

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Thank You,


STEVE HAMBURG

Enclosures

ARTICLES OF INCORPORATION
OF
HAMBURG CHIROPRACTIC OFFICES, INC.

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TALLAHASSEE, FLORIDA

ARTICLE I. NAME

The name of this corporation shall be HAMBURG CHIROPRACTIC OFFICES, INC.

ARTICLE II. COMMENCEMENT & DURATION

The commencement of this corporation's existence shall be at the time of the filing of these Articles Of Incorporation by the Florida Department Of State. This corporation's duration shall be perpetual.

ARTICLE III. PURPOSE

This corporation is being organized for the purpose of engaging in the transaction of any and all business activities permitted under the laws of Florida and the United States Of America.

ARTICLE IV. CAPITAL STOCK

This corporation shall have the authority to issue 100 shares of Common Stock, with a par value of \$1.00 per share of common stock.

ARTICLE V. PREEMPTIVE RIGHTS

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

ARTICLE VI. TRANSFER RESTRICTIONS

No shareholder shall have the right to sell, assign, pledge, encumber, transfer, or otherwise dispose of any shares of the capital stock of this corporation, without first offering such shares for sale to this corporation at the net asset value thereof. Such offer shall be in writing, signed by the shareholder, sent by registered or certified mail to this corporation at its registered office address, and open for acceptance by this corporation for a period of fifteen days from the date of mailing. If this corporation fails or refuses, within such period, to make satisfactory arrangements for the purchase of such shares, the shareholder shall have the right to dispose of such shares without any further restrictions.

On the death of any shareholder, this corporation shall have the right to purchase any shares of the capital stock of this corporation owned by the shareholder immediately prior to the shareholder's death, on the terms set forth above, and this provision shall be binding upon the personal representative of the shareholder.

Each stock certificate issued by this corporation shall carry the following legend:

"These Shares Are Held Subject To Certain Transfer Restrictions Imposed By This Corporation's Articles Of Incorporation, A Copy Of Which Is On File At This Corporation's Principal Office."

ARTICLE VII. INITIAL BOARD OF DIRECTORS

The number of directors on this corporation's Initial Board Of Directors shall be one. The number of directors may be increased or decreased from time to time, as provided in this corporation's bylaws, but shall never be less than one.

The name and address of each individual who shall serve as a member of the Initial Board Of Directors are:

STEVE HAMBURG
3219-21 SW Mapp Road
Palm City, FL 34990

ARTICLE VIII. INDEMNIFICATION

This corporation shall indemnify any officer, director, employee, or agent, and any former officer, director, employee, or agent, to the full extent permitted by law.

ARTICLE IX. PRINCIPAL OFFICE & INITIAL REGISTERED OFFICE & AGENT

The address of this corporation's principal office and the address of this corporation's initial registered office shall be: 3219-21 SW Mapp Road, Palm City, FL 34990.

The name of the individual who shall serve as this corporation's initial registered agent at that address is: STEVE HAMBURG.

ARTICLE X. INCORPORATOR

The name and address of the individual who shall serve as this corporation's incorporator is: STEVE HAMBURG, 3219-21 SW Mapp Road, Palm City, FL 34990.

ARTICLE XI. AMENDMENT

This corporation reserves the right to amend or repeal any provisions in these Articles Of Incorporation, or any amendments hereto. Any rights conferred upon the shareholders shall be subject to this reservation.

A handwritten signature in dark ink, appearing to read "Steve Hamburg", is written over a horizontal line.

STEVE HAMBURG - Incorporator

FILED

CERTIFICATE OF DESIGNATION OF

96 APR -5 PM 3:34

REGISTERED AGENT AND REGISTERED OFFICE

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.0501 of the Florida Business Corporation

Act, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating its registered office and registered agent in the State of Florida:

1. The name of the corporation is HAMBURG CHIROPRACTIC OFFICES, INC.
2. The name and address of the registered agent and office of the corporation

is: STEVE HAMBURG, 3219-21 SW Mapp Road, Palm City, FL 34990.

Dated this 2nd day of April, 1996.

HAMBURG CHIROPRACTIC OFFICES, INC.

By: 

STEVE HAMBURG
President

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.

DATED THIS 2nd DAY OF April, 1996.



STEVE HAMBURG
Registered Agent