

JUN-11-1996 15:59  
JUN 11 1996  
EMPIRE CORPORATE KIT  
FLORIDA DIVISION OF CORPORATIONS  
PUBLIC ACCESS SYSTEM  
ELECTRONIC FILING COVER SHEET  
TO: DIVISION OF CORPORATIONS FROM: EMPIRE CORPORATE KIT COMPANY  
DEPARTMENT OF STATE 1492 W. FLAGLER ST.  
TALLAHASSEE, FL 32301 SUITE 100  
TALLAHASSEE, FL 32301-0000  
FAX: (904) 922-1111  
CONTACT: RAY STORMONT  
PHONE: (305) 541-3694  
FAX: (305) 541-3770

(((H96000008180))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: PAIN RESOURCE NETWORK, INC.

FAX AUDIT NUMBER: H96000008180

CURRENT STATUS: REQUESTED

DATE REQUESTED: 06/11/1996

TIME REQUESTED: 15:55:14

CERTIFIED COPIES: 1

CERTIFICATE OF STATUS: 0

NUMBER OF PAGES: 5

METHOD OF DELIVERY: FAX

ESTIMATED CHARGE: \$122.50

ACCOUNT NUMBER: 072460003255

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NUM OAPS Connect: 00:07:21

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96 JUN 11 PM 5:06  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*[Handwritten signature]*  
6/12

DIVISION OF CORPORATIONS

96 JUN 11 PM 4:29

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JUN-11-1996 15:59

EMPIRE CORPORATE KIT

P.02/05

Prepared By:  
Barry M. Boren  
9200 S. Dadeland Blvd.  
Suite # 412  
Miami, FL 33156  
305-670-2200  
FON. 247286

ARTICLES OF INCORPORATION  
OF

PAIN RESOURCE NETWORK, INC.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

96 JUN 11 PM 5:06

FILED

(5)

ARTICLE I. NAME

The name of this corporation is:

PAIN RESOURCE NETWORK, INC.

ARTICLE II. DURATION

This Corporation shall have perpetual existence.

ARTICLE III. PURPOSE

The purpose of this Corporation is to engage in any activities or businesses permitted under the laws of the United States and Florida.

ARTICLE IV. CAPITAL STOCK

The maximum number of shares which this Corporation is authorized to have outstanding at any time is sixty (60) shares of common stock having no par value.

ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this Corporation shall be located at 9200 So. Dadeland Blvd., Suite 412, Miami, Florida 33156 and the initial registered agent of this Corporation at such

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### Articles of Incorporation

office shall be BARRY M. BOREN, ESQ., who, upon accepting this designation, agrees to comply with the provisions of Section 48.091, Fla. Stat. as amended from time to time, with respect to keeping an office for service of process.

### ARTICLE VI. PLACE OF BUSINESS

The principal place of business of this Corporation shall be Miami, Florida and the mailing address of this Corporation shall be c/o Barry M. Boren, Esq., 9200 So. Dadeland Blvd., Suite 412, Miami, Florida 33156.

### ARTICLE VII. INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of no less than one (1) member and no more than five (5) members.

BARRY M. BOREN, ESQ.  
9200 So. Dadeland Blvd. Suite 412  
Miami, Florida 33156

### ARTICLE VIII. INCORPORATOR

The name and mailing address of the Incorporator signing these Articles of Incorporation is:

BARRY M. BOREN, ESQ.  
9200 So. Dadeland Blvd. Suite 412  
Miami, Florida 33156

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ARTICLE IX. \_\_\_\_\_ INFORMNIFICATION

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 11<sup>th</sup> day of June, 1996.

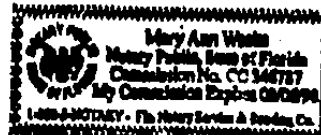
**DANNY M. BEARD**

BEFORE ME, the undersigned authority, personally appeared HARRY W. BOREN, to me well known and is the individual described therein and who, as Incorporator, executed the foregoing Articles of Incorporation of PAIN RESOURCE NETWORK, INC., and he acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS MY HAND and official seal at Miami, Dade County,  
Florida this 11<sup>th</sup> day of June, 1996.

NAME: MARY ANN WEEKS  
NOTARY PUBLIC STATE OF FLORIDA

**NY COMMISSION EXPIRES:**



## Articles of Incorporation

**CERTIFICATE DESIGNATING REGISTERED AGENT  
AND STREET ADDRESS FOR SERVICE OF PROCESS  
WITHIN FLORIDA**

Pursuant to Florida Statutes §48.091, PAIN RESOURCE NETWORK, INC. desiring to organize under the laws of the State of Florida, hereby designates BARRY M. BOREN, ESQ., 9200 So. Dadeland Blvd., Suite 412, Miami, Florida 33156 as its Registered Agent to accept service of process within the State of Florida.

**ACCEPTANCE BY REGISTERED AGENT**

Having been named to accept service of process for PAIN RESOURCE NETWORK, INC., at the place designated above in the Articles of Incorporation, BARRY M. BOREN, ESQ., agrees to act in this capacity and agrees to comply with the provisions of Florida Statutes 48.091

DATE

6/11/96

  
BARRY M. BOREN, ESQ.

Registered Agent

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96 JUN 11 PM 5:07  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

P96000050001

0/24/98

FLORIDA DIVISION OF CORPORATIONS  
PUBLIC ACCESS SYSTEM

4:27 PM

((H98000008790)))

ELECTRONIC FILING COVER SHEET

TO: DIVISION OF CORPORATIONS  
DEPARTMENT OF STATE  
STATE OF FLORIDA  
409 EAST GAINES STREET  
TALLAHASSEE, FL 32399

FROM: EMPIRE CORPORATE KIT COMPANY  
1492 W FLAGLER ST  
SUITE 200  
MIAMI FL 33135- 9-0000

FAX: (904) 922-4000

CONTACT: RAY STORMONT  
PHONE: (305) 541-3694  
FAX: (305) 541-3770

((H98000008790)))

DOCUMENT TYPE: BASIC AMENDMENT

NAME: PAIN RESOURCE NETWORK, INC.

FAX AUDIT NUMBER: H98000008790

CURRENT STATUS: REQUESTED

DATE REQUESTED: 08/24/1998

TIME REQUESTED: 18:27:49

CERTIFIED COPIES: 0

CERTIFICATE OF STATUS: 0

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ACCOUNT NUMBER: 072450003255

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\*\* ENTER 'M' FOR MENU. \*\*

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NUM CAPS Connect: 00:07:

August 1, 1996

PAIN RESOURCE NETWORK, LLC  
9200 S. DODD ROAD BLVD.  
SUITE 412  
MIAMI, FL 33156

SUBJECT: PAIN RESOURCE NETWORK, LLC  
REF: P96000050061

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections.

The date of adoption of each amendment must be included in the document.

Section 15.16(3), Florida Statutes, requires each document to contain in the lower left hand corner of the first page the name, address, and telephone number of the preparer of the original and, if prepared by an attorney licensed in this state, the preparer's Florida Bar membership number.

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) 807-6902.

Linda Stitt  
Corporate Specialist

FAX Aud. #: H96000008790  
Letter Number: 696000036879

096000008790

Law Offices of  
**Barry M. Boren**

Dadeland Towers  
8200 South Dadeland Boulevard  
Suite 412  
Miami, Florida 33158

Telephone  
(305) 870-2200  
Facsimile  
(305) 870-1747

July 31, 1996

Ms. Linda Stitt  
Corporate Specialist  
Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

Restated Articles of Incorporation for  
Pain Resource Network, Inc.  
Reference No. P96-000050001  
Fax Aud. #H96000008790  
Letter No. 096A00031400

Dear Ms. Stitt:

In response to your letter of June 25, 1996, we are enclosing a certificate signed by the President and Secretary of Pain Resource Network Inc. stating that the restatement was unanimously adopted by the Board of Directors and Shareholders of the corporation. There is only one class of stock, so the statement as to the voting groups is not applicable in this case.

Between the time we filed the original Restated Articles and your request for a certificate, I resigned as the incorporator and therefore, the new officers had to sign the certificate. In order to bring the certificate into compliance with the Restated Articles, we had the new officers sign the Restated Articles and we are submitting these new restated Articles along with the certificate for filing. We would appreciate it if you would replace these new Restated Articles for the ones currently in your possession.

Should you have any further questions regarding this matter, please do not hesitate to contact us.

Sincerely yours,

LAW OFFICES OF BARRY M. BOREN

  
Barry M. Boren

BMB:mw  
encs.

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FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

June 25, 1996

PAIN RESOURCE NETWORK, INC.  
9200 S. DADELAND BLVD.  
SUITE 412  
MIAMI, FL 33156

SUBJECT: PAIN RESOURCE NETWORK, INC.  
REF: P96000050001

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

A certificate must accompany the Restated Articles of Incorporation setting forth either of the following statements: (1) The restatement was adopted by the board of directors and does not contain any amendment requiring shareholder approval. OR (2) If the restatement contains an amendment requiring shareholder approval, the date of adoption of the amendment and a statement setting forth the following: (a) the number of votes cast for the amendment by the shareholders was sufficient for approval (b) If more than one voting group was entitled to vote on the amendment, a statement designating each voting group entitled to vote separately on the amendment and a statement that the number of votes cast for the amendment by the shareholders in each voting group was sufficient for approval by that voting group.

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

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) 487-6902.

Linda Stitt  
Corporate Specialist

FAX Aud. #: P96000008790  
Letter Number: 096A00031400

CERTIFICATE OF AUTHORIZATION


NOW COMES the officers, directors and shareholders of PAIN RESOURCE CENTER INC. and pursuant to a resolution adopted at the initial meeting of the shareholders and directors of the corporation on July 8, 1996, and upon motion duly made, seconded and carried, it was unanimously resolved by the shareholders and the board of directors of the corporation that:

1. The name of the corporation be changed to: PAIN RESOURCE CENTER, INC.

2. The President and Secretary of the corporation were authorized and directed to execute Restated Articles of Incorporation and to have said instrument filed in the office of the Secretary of State in Tallahassee, Florida.

3. The President and Secretary are authorized and directed to execute any further documents and certificates, pay any necessary fees and costs and do any and all things necessary to effectuate the change of the corporate name and the recordation of the restated articles of incorporation.


This resolution was unanimously adopted by the shareholders and directors of the corporation at the meeting on July 8, 1996.

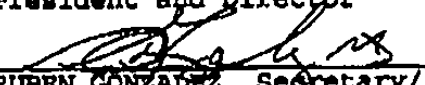
  
ROBERT E. JACOBSON  
President and Director

July 8, 1996

DATE

Prepared by:  
Barry M. Boren Esq. Fla. Bar #247286  
9200 S. Dadeland Blvd. #412  
Miami, FL 33156  
(305) 670-2200

  
ALVARO J. PEREZ, Vice  
President and Director

  
RUBEN GONZALEZ, Secretary/  
Treasurer and Director

RESTATED ARTICLES OF INCORPORATION

OF

PAIN RESOURCE NETWORK, INC.

Pursuant to the provisions of Section 607.1007 of the Florida Business Corporation Act, PAIN RESOURCE NETWORK, INC., pursuant to a resolution duly adopted by its Board of Directors and unanimously approved by its Shareholders, hereby adopts the following Restated Articles of Incorporation:

ARTICLE I. NAME

The name of this Corporation is:

PAIN RESOURCE CENTER, INC.

ARTICLE II. DURATION

This Corporation shall have perpetual existence.

ARTICLE III. PURPOSE

The purpose of this Corporation is to engage in any activities or businesses permitted under the laws of the United States and Florida.

ARTICLE IV. CAPITAL STOCK

The maximum number of shares of stock of the Corporation that may be issued is 60 with no par value. Each class of shares shall be identical in all respects except that the non-voting shares shall carry no right to vote for the election of Directors of the Corporation and no right to vote on any matter presented to the Shareholders for their vote or approval except only as the laws of

PREPARED BY: Barry M. Boren, Esq. Fla. Bar 247286  
9200 S. Dadeland Blvd. #412  
Miami FL 33156 (305) 670-2200

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this state require that voting rights be granted to such non-voting shares.

ARTICLE V. REGISTERED OFFICE AND AGENT

The registered office of this Corporation shall be located at 9200 So. Dadeland Blvd., Suite 412, Miami, Florida 33156 and the registered agent of this Corporation at such office shall be BARRY M. HOREN, ESQ., who, has accepted this designation, and agreed to comply with the provisions of Section 48.091, Fla. Stat. as amended from time to time, with respect to keeping an office for service of process.

ARTICLE VI. PLACE OF BUSINESS

The principal place of business of this Corporation shall be Miami, Florida and the mailing address of this Corporation shall be 5995 S.W. 71st Street, Suite "B", Miami, FL 33143

ARTICLE VII. BOARD OF DIRECTORS

The Board of Directors shall consist of no less than one (1) member and no more than five (5) members.

ARTICLE VIII. INCORPORATOR

The name and mailing address of the President of the Corporation (Incorporator) signing these Restated Articles of

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+H600008790  
Incorporation is: 9200 So. Dadeland Blvd., Suite 412, Miami,  
Florida 33156

ARTICLE IX. INDEMNIFICATION

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

The foregoing Restated Articles of Incorporation restate  
and replace in its entirety the provisions of the Corporation's  
existing Articles of Incorporation as heretofore amended. Any  
provision of the prior Articles of Incorporation not included in the  
Restated Articles of Incorporation are declared null and void from  
this day forward.

IN WITNESS WHEREOF, the undersigned has executed these  
Articles of Incorporation this 8th day of July, 1996.

  
ROBERT JACOBSON, Incorporator &  
President

018000009144  
+H600008790  
STATE OF FLORIDA     )  
                              SS.  
COUNTY OF DADE     )

BEFORE ME, the undersigned authority, personally appeared  
ROBERT JACOBSON to me well known and is the individual described  
therein and who, as Incorporator, executed the foregoing Restated

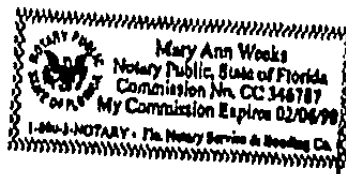
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Articles of Incorporation of PAIN RESOURCE CENTER, INC., and he  
acknowledged before me that he executed the same for the purposes  
therein expressed.

WITNESS MY HAND and official seal at Miami, Dade County,  
Florida this 8th day of July, 1996.

  
NAME: Mary Ann Weeks  
NOTARY PUBLIC STATE OF FLORIDA

MY COMMISSION EXPIRES:



0618000009141

**CERTIFICATE DESIGNATING REGISTERED AGENT  
AND STREET ADDRESS FOR SERVICE OF PROCESS  
WITHIN FLORIDA**

Pursuant to Florida Statutes §48.091, PAIN RESOURCE CENTER, INC. desiring to organize under the laws of the State of Florida, hereby designates BARRY M. BOREN, ESQ., 9200 So. Dadeland Blvd., Suite 412, Miami, Florida 33172 as its Registered Agent to accept service of process within the State of Florida.

**ACCEPTANCE BY REGISTERED AGENT**

Having been named to accept service of process for PAIN RESOURCE CENTER, INC., at the place designated above in the Articles of Incorporation, BARRY M. BOREN, ESQ., agrees to act in this capacity and agrees to comply with the provisions of Florida Statutes 48.091

DATE July 8, 1996

  
BARRY M. BOREN, ESQ.  
Registered Agent

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