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DONALD C. KNAPMEYER, P.A.

ATTORNEY AT LAW

635 Cleveland Street

P.O. Box 1168

Clearwater, Florida 34617

93 SEP 18 AM 11:27

TALLAHASSEE, FLORIDA

Phone: (813)461-1733

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September 16, 1996

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

ENCLOSURE 131.75
-09/18/96--01031--018
***131.75 ***131.75

RE: Health First Medical Wellness Center, Inc.

Dear Sir/Madam:

Enclosed are the following:

- 1) Original and one copy of Articles of Incorporation of Neptune Marine Systems, Inc.;
- 2) Acceptance of Appointment by Registered Agent;
- 3) Copy of name reservation;
- 4) Check in the amount of \$131.75 payable to Secretary of State of Florida, for: filing fee, registered agent designation, certified copy of Articles, and Certificate of Status.

After filing, please return a certified copy to this office at the above address.

Thank you in advance for your prompt attention.

Sincerely,

Jan Knapmeyer

Jan Knapmeyer
Paralegal

Enclosures

OK
9/19/96



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 5, 1998

KEITH A. KRETSCHMAH
KRETSCHMAR CHIROPRACTIC CENTER
2852 60TH STREET NORTH
ST. PETERSBURG, FL 33710

The name HEALTH FIRST MEDICAL WELLNESS CENTER, INC. has been reserved for 120 days beginning August 5, 1998. The reservation number is R96000003700 and this reservation is **NONRENEWABLE**.

A reservation is not a grant of authority to use the name. It is only a withholding of a name from its availability for use by another. When the proposed document is submitted, the name will **AGAIN** be checked against the records of the Division and if still no conflict exists and all other requirements are fulfilled, the reserved name shall be filed as the entity name.

The Division of Corporations is a ministerial filing office and may not render any legal advice. The Division does not adjudicate the legality of any corporate name or arbitrate disputes between entities. You may wish to review other laws such as common law rights, including rights to a trade name; United States Code, Federal Trademark Act, Section 1051 (Lanham Act); Chapter 495, Florida Statutes, Registration of Trademarks and Service Marks (Florida Trademark Act); and Section 865.09, Florida Statutes (Fictitious Name Act).

If someone else submits the document for filing, it must have a copy of this letter attached.

Should you have any questions regarding this matter, please telephone (904) 488-9000, the Name Availability Section

Tammy Hampton

Letter number: 396A00037163

ARTICLES OF INCORPORATION

OF

HEALTH FIRST MEDICAL WELLNESS CENTER, INC.

(A Florida Corporation)

FILED
56 SEP 18 11:11:27
TALLAHASSEE, FLORIDA

The undersigned, incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, does hereby adopt the following Articles of Incorporation:

ARTICLE 1: NAME

The name of the Corporation shall be: **HEALTH FIRST MEDICAL WELLNESS CENTER, INC.**, hereinafter sometimes called the "Corporation."

ARTICLE 2: PRINCIPAL OFFICE

The principal place of business and mailing address of this Corporation is 2852 66th Street North, City of St. Petersburg, County of Pinellas, State of Florida, Zip Code 33710.

ARTICLE 3: AUTHORIZED SHARES

The Corporation is authorized to issue one class of shares, which shall be called common shares. Common shares shall have unlimited voting rights and shall be entitled to receive the net assets of the Corporation upon dissolution. The Corporation is authorized to issue ten thousand (10,000) common shares.

ARTICLE 4: INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial Registered Office of the Corporation is: 2852 66th Street North, St. Petersburg, Florida, 33710, and the name of its initial Registered Agent at that address is: Keith A. Kretschmar.

ARTICLE 5: INCORPORATOR

The name and address of the Incorporator are as follows: Keith A. Kretschmar, 2852 66th Street North, St. Petersburg, Florida, 33710.

ARTICLE 6: INDEMNIFICATION OF DIRECTORS AND OFFICERS

The Corporation shall indemnify each Officer and Director, including former Officers and Directors, to the full extent permitted by law, including but not limited to Florida Statutes Section 607.0850.

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TALLAHASSEE, FLORIDA

ARTICLE 7: BYLAWS

The power to adopt, alter, amend and repeal the Bylaws shall be vested in the Board of Directors, but all alterations, amendments and repeals of the Bylaws must be approved by a majority of the shareholders.

IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation on this 12 day of September, 1996.

By:

Keith A. Kretschmar
Keith A. Kretschmar
Incorporator

**ACCEPTANCE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

I, the undersigned person, having been named as registered agent and to accept service of process for the above-stated Corporation at the place designated in these Articles, 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.

Keith A. Kretschmar

Date: 9-12, 1996