

P97000033445

RONALD SILVER, P.A.

111 SANS SOUCI DRIVE  
CORAL GABLES, FLORIDA 33133

TELEPHONE (305) 665 6018  
FACSIMILE COPIER (305) 662 6878

March 5, 1997

Secretary of State of Florida  
Division of Corporations  
PO Box 6327  
Tallahassee FL 32314

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-03/07/97--01016--014  
\*\*\*122.50 \*\*\*122.50  
35.00

Dear Sir:

Enclosed are:

1. Original, executed, Articles of Amendment to the Articles of Incorporation of CORNERSTONE MEDICAL, INC., changing its name to A-BEE-SEE, INC., together with an extra copy to be time-and-date stamped as filed, and returned to me; and
2. Original, executed, Articles of Incorporation for a new corporation to take the name CORNERSTONE MEDICAL, INC., contemporaneously with the change of name of the present corporation bearing that name, together with an extra copy to be time-and-date stamped as filed, and returned to me. **In addition to the stamped copy, please provide me with a certified copy of the Articles of Incorporation.**

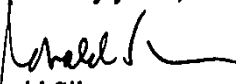
Enclosed is my check in the amount of \$ 122.50 covering the following fees:

|   |                 |
|---|-----------------|
| Filing fee for Articles of Amendment                | \$ 35.00        |
| Filing fee for Articles of Incorporation            | \$ 35.00        |
| Fee for certified copy of Articles of Incorporation | <u>\$ 52.50</u> |
| Total   | \$122.50        |

*additional  
money  
sent for  
CC*

The two corporations filing articles herewith are affiliated companies, having the same controlling shareholders, who have consented to the various changes reflected in these documents.

Respectfully yours,

  
Ronald Silver

*5/4/22*

P96000054873



**FLORIDA DEPARTMENT OF STATE**  
**Sandra B. Mortham**  
Secretary of State

April 3, 1997

**GOLDEN CHIROPRACTIC CENTER, P.A.**  
**97 9TH STREET NORTH**  
**NAPLES, FL 33940**

**SUBJECT: GOLDEN CHIROPRACTIC CENTER, P.A.**  
**Ref. Number: P96000054873**

**To Whom It May Concern:**

In a recent audit of our records we have determined that the original Articles of Incorporation for GOLDEN CHIROPRACTIC CENTER, P.A., document number P96000054873, has been misplaced and has not been filmed for the official record.

The purpose of this letter is to ask you to furnish us with a photocopy of the articles, so that we can complete our records.

Please send the copy to:

Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314  
Attn: Lyn Turley

I hope this request is not too much of an inconvenience.

Should you have any questions regarding this matter, please feel free to contact me at (904) 487-6900.

Sincerely,  
Lyn Turley,  
Management Review Specialist  
Bureau of Commercial Recording

Letter number: 497A00016737

**ARTICLES OF INCORPORATION  
OF  
GOLDEN CHIROPRACTIC CENTER, P.A.**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 JUN 27 PM 3: 09

The undersigned natural person, competent and licensed to practice chiropractic medicine 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 Business Corporation Act, and Section 621, Florida Professional Service Corporation Act, of the Florida Statutes, does hereby adopt the following Articles of Incorporation:

**Article I**

***Name of Corporation, Principal Office and Mailing Address***

The name of this corporation shall be GOLDEN CHIROPRACTIC CENTER, P.A. The principal office of this corporation shall be 97 9th Street North, Naples, Florida 33940. The mailing address of this corporation shall be 97 9th Street North, Naples, Florida 33940.

**Article 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 every aspect in the practice of chiropractic medicine, and all its fields of specializations, as are engaged in by Herb Golden.
- b. To engage and render the professional services involved only through its officers, agents and employees who shall be in good standing and duly licensed or otherwise legally authorized within the State of Florida to render the same professional service as this corporation.

## **ARTICLES OF INCORPORATION-GOLDEN CHIROPRACTIC CENTER**

c. To invest its funds in real estate, mortgages, stocks, bonds and any other type of investments permitted by law.

d. To engage in no other business other than the rendition of the professional services specified herein.

e. To do everything necessary and proper in accomplishing the purposes herein set forth and to do anything incidental thereto which is not forbidden under the laws of the State of Florida.

### **Article III**

#### ***Capital Stock***

a. The maximum number of shares of stock that the corporation is authorized to have outstanding at any time shall be 10,000 shares of common stock at ten cents (\$.10) 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 dentists in good standing and duly licensed or otherwise legally authorized within the State of Florida to render the same professional services as this corporation.

### **Article IV**

#### ***Duration***

The corporation shall have perpetual existence.

## **ARTICLES OF INCORPORATION-GOLDEN CHIROPRACTIC CENTER**

### **Article V**

#### ***Registered Agent***

The address of this corporation's initial registered office is 4501 Tamiami Trail North, Suite 400, Naples, Florida, 33940, and the name of its initial registered agent at said address is Gary K. Wilson.

### **Article VI**

#### ***Incorporator***

The name and address of the Incorporator is as follows: Herb Golden, 97 9th Street North, Naples, Florida 33940.

### **Article VII**

#### ***Board of Directors***

The corporation shall have a Board of Directors consisting of one 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 Herb Golden, 97 9th Street North, Naples, Florida 33940.

### **Article 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.

## **ARTICLES OF INCORPORATION-GOLDEN CHIROPRACTIC CENTER**

### **Article 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 be entitled to dividends.

### **Article 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 had been authorized at a meeting of the Board of Directors.

### **Article XI**

#### ***Indemnification***

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

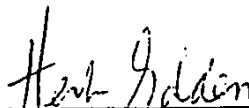
**ARTICLES OF INCORPORATION-GOLDEN CHIROPRACTIC CENTER**

**Article 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<sup>th</sup> day June, 1996.



Herb Golden  
Incorporator



Gary K. Wilson  
Registered Agent

STATE OF FLORIDA  
COUNTY OF COLLIER


BEFORE ME, the undersigned authority, personally appeared HERB GOLDEN who is to me well known to be the person described in and who executed the foregoing Articles of Incorporation as the Incorporator, and he acknowledged to and before me that he executed the same for the uses and purposes therein mentioned and set forth.

**ARTICLES OF INCORPORATION-GOLDEN CHIROPRACTIC CENTER**

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING  
THE RESIDENT UPON WHOM PROCESS MAY BE SERVED.**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

FIRST, that GOLDEN CHIROPRACTIC CENTER, P.A. desiring to organize under the laws of the State of Florida, with its principal office, as indicated in ARTICLES OF INCORPORATION at City of Naples, County of Collier, State of Florida, has named GARY K. WILSON, located at 4501 Tamiami Trail N. #400, Naples, Florida 33940, City of Naples, County of Collier, State of Florida, as its Agent to accept service of process within this State.

  
Herb Golden

HAVING BEEN NAMED to accept service of process for the above stated Corporation, at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

  
GARY K. WILSON, Resident Agent



ARTICLES OF INCORPORATION-GOLDEN CHIROPRACTIC CENTER

I, WITNESS WHEREOF, I have hereunto set my hand and seal at  
in the said County and State, this 20<sup>th</sup> day of June, 1996.



GARY K. WILSON  
MY COMMISSION # CC470112 EXPIRES  
JUNE 8, 1999  
BONDED THRU TROY FARM INSURANCE, INC.

My Commission Expires:

A handwritten signature in cursive script, appearing to read "Gary K. Wilson", written over a horizontal line.

Signature of Notary Public  
GARY K. WILSON

Name of Notary Public Typed

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 JUN 27 PM 3:09

N97000001019



**FLORIDA DEPARTMENT OF STATE**

**Sandra B. Mortham**  
Secretary of State

April 3, 1997

**CONCERNED CITIZENS OF GRAND PALMS, INC.**  
15833 SW 14 CT.  
PEMBROKE PINES, FL 33027

**SUBJECT: CONCERNED CITIZENS OF GRAND PALMS, INC.**  
Ref. Number: N97000001019

**To Whom It May Concern:**

In a recent audit of our records we have determined that the original Articles of Incorporation for **CONCERNED CITIZENS OF GRAND PALMS, INC.**, document number N97000001019, has been misplaced and has not been filmed for the official record.

The purpose of this letter is to ask you to furnish us with a photocopy of the articles, so that we can complete our records.

Please send the copy to:

Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314  
Attn: Lyn Turley

I hope this request is not too much of an inconvenience.

Should you have any questions regarding this matter, please feel free to contact me at (904) 487-6900.

Sincerely,  
Lyn Turley,  
Management Review Specialist  
Bureau of Commercial Recording

Letter number: 497A00016742

ARTICLES OF INCORPORATION

OF

CONCERNED CITIZENS OF GRAND PALMS, INC.

*effective 2-18-97*

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 FEB 24 PM 1:28

The undersigned incorporator for purposes of forming a not for profit corporation under Chapter 617 of the Florida Statutes hereby adopts the following Articles of Incorporation:

- FIRST: The name of the Corporation is CONCERNED CITIZENS OF GRAND PALMS, INC. (the "Corporation").
- SECOND: The principal office address and mailing address of the Corporation is 15833 S.W. 14th Court, Pembroke Pines, FL 33027.
- THIRD: The name of the initial registered agent is Jose E. Castro and the street address of the initial registered office of the Corporation is: Sherman & Castro, 218 Almeria Avenue, Coral Gables, Florida 33134.
- FOURTH: The name and address of the incorporator of the Corporation is: Jose E. Castro, 218 Almeria Avenue, Coral Gables, Florida 33134.
- FIFTH: The Corporation is organized for the purpose of carrying on the business of a homeowners advisory board to a homeowners association board of directors as well as transacting any and all lawful activities or business for which corporations may be formed under Chapter 617 of the Florida Statutes.
- SIXTH: The manner of election of the directors of the Corporation and the number of directors are provided in the By-Laws but shall never be less than three.
- SEVENTH: The corporate existence of the Corporation shall commence on February 18, 1997.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 14 day of February, 1997.

  
\_\_\_\_\_  
Jose E. Castro, Esq., Incorporator

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 FEB 24 PM 1:29

**Initial Board of Directors**  
**Concerned Citizens of Grand Palms, Inc.**

**2/18/97**

**President - Michael Shelley**

**Vice President - Neal Alper**

**Secretary - Robyn Hofberger**

**Treasurer - Ron Martin**

P97000020476



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

April 3, 1997

QPC SERVICES, INC.  
16020 SW 59TH AVE  
ARCHER, FL 32618

SUBJECT: QPC SERVICES, INC.  
Ref. Number: P97000020476

To Whom It May Concern:

In a recent audit of our records we have determined that the original Articles of Incorporation for QPC SERVICES, INC., document number P97000020476, has been misplaced and has not been filmed for the official record.

The purpose of this letter is to ask you to furnish us with a photocopy of the articles, so that we can complete our records.

Please send the copy to:

Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314  
Attn: Lyn Turley

I hope this request is not too much of an inconvenience.

Should you have any questions regarding this matter, please feel free to contact me at (904) 487-6900.

Sincerely,  
Lyn Turley,  
Management Review Specialist  
Bureau of Commercial Recording

Letter number: 797A00016743

# **ARTICLES OF INCORPORATION**

**OF**

**QPC SERVICES, INC.**

These Articles of Incorporation are made and subscribed for the purposes of organizing a corporation for profit under the Florida General Corporation Act, Chapter 607, Florida Statutes.

## **ARTICLE I - NAME AND PRINCIPAL ADDRESS**

The name of this corporation is:

**QPC SERVICES, INC.**

The principal address of the corporation is:

**16020 SW 59th Avenue**

**Archer, Florida 32618**

## **ARTICLE II - PURPOSE**

This corporation is organized for the purposes of transacting any or all lawful business.

## **ARTICLE III - CAPITAL STOCK**

This corporation is authorized to issue one million (1,000,000) shares of common stock, par value of ONE DOLLAR (\$1.00) per share.

## **ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is 16020 SW 59th Avenue, Archer, Florida 32618 and the name of the initial registered agent is J. P. WARNER.

FILED  
97 MAR -6 AM 9:16  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

#### **ARTICLE V - INITIAL BOARD OF DIRECTORS**

The initial Board of Directors of this corporation shall be:

**J. P. WARNER**

Address: 16020 SW 59th Avenue

Archer, Florida 32618

#### **ARTICLE VI - RESTRICTIONS ON MEMBERSHIP TO BOARD OF DIRECTORS**

This corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time, by Bylaws adopted by the stockholders, but shall never be less than one.

#### **ARTICLE VII - INCORPORATION**

The name and address of the person signing these Articles is:

**J. P. WARNER**

16020 SW 59th Avenue

Archer, Florida 32618

#### **ARTICLE VIII - BYLAWS**

The power to adopt, alter, amend, or repeal Bylaws shall be vested in the shareholders, and except to the extent limited by the shareholders, in the Board of Directors.

#### **ARTICLE IX - DURATION**

The existence of this corporation shall commence on the date of filing these Articles, and shall be perpetual.

### ARTICLE X - AMENDMENT

This corporation reserves the right to amend, alter, change, or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, in the manner now or hereafter prescribed by law, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 6th day of January, 1997.

*J. P. Warner*

J. P. WARNER  
Incorporator

STATE OF FLORIDA  
COUNTY OF ALACHUA

I HEREBY CERTIFY that on this 6th day of January, 1997, before me, an officer duly authorized and acting, personally appeared J. P. WARNER, to me known and known to me, or who has produced \_\_\_\_\_ as identification to be the individual described in and who executed the foregoing instrument and acknowledged then and there before me that she executed said instrument.

WITNESS MY HAND and official seal in the County and State aforesaid this day and year listed above written.

*Howard R. Wemaldorph, Jr.*

Notary Public  
My commission expires:



Howard R. Wemaldorph, Jr.  
COMMISSION # CC 466588  
EXPIRES JUL 2, 1999  
BONDED THRU  
ATLANTIC BONDING CO., INC.



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE  
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM  
PROCESS MAY BE SERVED.

In pursuant of Chapter 48.091, Florida Statutes, the following is submitted  
in compliance with said Act:

First -- That QPC SERVICES, INC. desiring to organize under the laws of the  
State of Florida with its principal office as indicated in the Articles of Incorporation  
at city of Archer, County of Alachua, State of Florida has named J. P. WARNER  
located at 16020 SW 59th Avenue, City of Archer, County of Alachua, State of  
Florida, as its agent to accept service process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated  
corporation, at place designated in this certificate, I hereby accept to act in this  
capacity, and agree to comply with the provision of said Act relative to keeping open  
said office.

By: *J. P. Warner*  
J. P. WARNER  
Registered Agent

97 MAR -6 AM 9:16  
STATE OF FLORIDA  
TALLAHASSEE

STATE OF FLORIDA  
COUNTY OF ALACHUA

I HEREBY CERTIFY that on this 6th day of January, 1997, before me, an  
officer duly authorized and acting, personally appeared J. P. WARNER, to me known  
and known to me, or who has produced \_\_\_\_\_ as identification  
to be the individual described in and who executed the foregoing instrument and  
acknowledged then and there before me that she executed said instrument.

WITNESS MY HAND and official seal in the County and State aforesaid this  
the day and year last aforementioned.

*Howard R. Wemoldorff, Jr.*

Notary Public  
My commission expires:

