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CONTACT: RAY STORMONT

PHONE: (305) 541-3694

FAX #: (305) 541-3770

NAME: BODHISATTVA, INC.

AUDIT NUMBER.....H97000010559

DOC TYPE.....BASIC AMENDMENT

CERT. OF STATUS...0

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Articles of Amendment
to
Articles of Incorporation

Pursuant to Section 607.1805, Florida Statutes, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation, for the purpose of forming a professional corporation under the provisions of Chapter 607 and 621 of the Florida Statutes:

1. The name of this corporation is **BODHISATTVA, Inc.**
2. The following amendments to the articles of corporation are adopted by the corporation:

A. The name of the corporation is changed from **"BODHISATTVA, INC."** to **"BODHISATTVA, P.A."**

B. The general purpose for which the corporation is organized is changed to the following:

"The general purpose for which the corporation is organized is to engage in every aspect of the practice of chiropractic medicine. The professional service involved in the corporation's practice of chiropractic medicine may be rendered only through its officers, agents and employees who are duly authorized and licensed to practice chiropractic medicine in the State of Florida.

The corporation shall not engage in any business other than the practice of chiropractic medicine. However, the corporation may invest its funds in real estate, mortgages, stocks, bonds and other types of investments, and may own real and personal property necessary for rendering of the professional services authorized hereby."

C. The following shall be added as a limitation on the ownership of stock of this corporation:

"The stock of this corporation may be issued, owned and registered only in the name or names of an individual or individuals who are duly authorized to practice chiropractic medicine in the State of Florida. In the event a shareholder;

(i) becomes disqualified to practice chiropractic medicine in this state; or

(ii) sells, transfers, hypothecates or pledges, or attempts to sell or transfer, hypothecate or pledge any shares of stock in this corporation to any person ineligible by law or by virtue of these Articles to be a shareholder in this corporation, or if such sale, transfer, hypothecation or pledge, or attempt to sell, transfer, hypothecate or pledge is made in a manner prohibited by law, or in a manner inconsistent with the provisions of these Articles or the bylaws of this corporation; or

(iii) suffers an execution to be levied upon his stock, or such stock is subjected to sale or other process, the effect of which is to vest any legal or equitable interest in such stock in some person ineligible by law or by virtue of these Articles to be a shareholder in this corporation.

This document prepared by: Donald H. Bulkus, Esquire, 1946 NW 54th Avenue, Margate, FL 33063
(954) 974-2704, Florida Bar Number # 543993

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the stock of such stockholder shall immediately stand forfeited and such stock shall be immediately canceled by this corporation and the shareholder or other person in possession of such stock shall be entitled only to receive payments for the value of such stock which, in the absence of a bylaw provision or written agreement among its shareholders, shall be the book value thereof as of the last day of the month preceding the month in which any of the events above enumerated occurs. The shareholder whose stock becomes forfeited and canceled by the corporation shall forth with cease to be a shareholder and shall accept payment for his stock in accordance with forgoing, and after payment of any other sums then lawfully due and owing to the shareholder by the corporation, such shareholder shall then and thereafter have no further financial interest of any kind in the corporation.

No shareholder of this corporation may sell or transfer any of his shares of stock in this corporation except to another individual who is then duly authorized and licensed to practice chiropractic medicine in the State of Florida. No shareholder of this corporation may enter into a voting trust agreement or any other type of agreement vesting another person with the authority to exercise the voting power of any or all of his stock.

The corporation's board of directors is specifically authorized from time to time to adopt bylaws, not inconsistent herewith, restraining the alienation of shares of stock of this corporation and providing for the purchase or redemption of the corporation of its shares of stock."

3. These amendments were adopted by the shareholders of the corporation on June 26th, 1997.

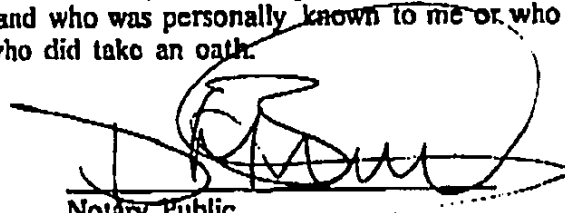
BODHISATTVA, INC.



STEVEN POPKIN, Sole Director and President

State of Florida
County of Broward

BEFORE ME, the undersigned authority on June 26th, 1997, personally appeared STEVEN POPKIN, sole director and President of BODHISATTVA, INC. on behalf of the corporation, to me known to be the person described in and who executed the foregoing Articles of Amendment to the Articles Incorporation, who, after being duly sworn under oath, acknowledged before me that he executed the same for the purposes therein expressed and who was personally known to me or who has produced a Driver's License as identification and who did take an oath.



My commission expires:

Notary Public



Notary Public
My Commission CC843059
Expires June 3, 2001

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**RESOLUTIONS OF
THE BOARD OF DIRECTORS OF
BODHISATTVA, INC.**

The undersigned sole Director, sole Shareholder and President of the Corporation, pursuant to the Articles of Incorporation and Florida Statutes, take the following written actions in lieu of holding a meeting:

1. **RESOLVED**, that the name of the Corporation be changed from **BODHISATTVA, INC.** to **BODHISATTVA, PA.**

2. **RESOLVED**, that the corporation shall become a professional association pursuant to Florida Statutes Section 621 and that the corporation shall take any all action necessary to effectuate this change.

Pursuant to Florida Statutes, the undersigned hereby consent to the adoption of the foregoing Resolutions.

Date: June 26, 1997

(CORPORATE SEAL)



STEVEN POPKIN, Sole Director, Sole Shareholder and President
of BODHISATTVA, INC.

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