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June 27, 1997

VIA OVERNIGHT DELIVERY

Department of State - Florida
Corporation Division
P. O. Box 6327
Tallahassee, Florida 32314

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*****70.00 *****70.00

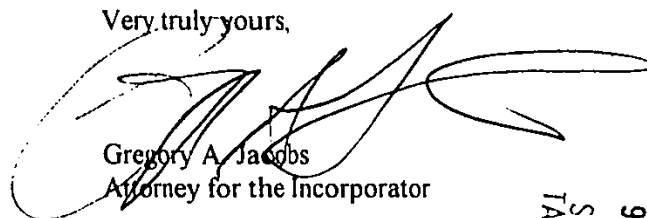
Re: Incorporation of Behar Chiropractic Center, P.A.

Dear Sir or Madam:

Enclosed is an original and one copy of the Articles of Incorporation for the above-referenced corporation, as well as a Certificate of Designation of Registered Agent/Registered Office for the above-referenced corporation. In addition, I have enclosed a check for \$70.00 made payable to the Department of State for the filing fee for the above-referenced documents.

Please call me if you have any questions.

Very truly yours,



Gregory A. Jacobs
Attorney for the Incorporator

GAJ/ss
Enclosures
cc: Rick J. Behar, D.C.

N:\GAJ\CORP\BEHAR\FLA-SEC\LTR

FILED
97 JUL -7 AM 10:43
SECRET
TALLAHASSEE, FLORIDA

Handwritten signature
7/19/97

ARTICLES OF INCORPORATION
OF
BEHAR CHIROPRACTIC CENTER, P.A.

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FILED
SECRET
TALLAHASSEE FLORIDA

I.

The name of the Corporation is:

BEHAR CHIROPRACTIC CENTER, P.A.

II.

The primary purpose for which this Corporation is formed is to provide chiropractic services.

III.

The Corporation shall be authorized to issue two (2) classes of stock: Class A Voting Common Stock and Class B Non-Voting Common Stock.

CLASS A VOTING COMMON STOCK

The aggregate number of shares of Class A Voting Common Stock that the Corporation shall be authorized to issue shall be fifty thousand (50,000) shares, with \$.01 par value per share. The Class A Voting Common Stock shall possess all such rights and privileges as are afforded to capital stock by applicable laws, including but not limited to the right to vote for the election of directors and on all other matters requiring shareholder action, each share being entitled to one vote.

CLASS B NON-VOTING COMMON STOCK

The aggregate number of shares of Class B Non-Voting Common Stock that the Corporation shall be authorized to issue shall be fifty thousand (50,000) shares, with \$.01 par value per share. The Class B Non-Voting Common Stock shall carry no voting rights on any matter, and the holders of Class B Non-Voting Common Stock shall not participate in any proceedings in which actions shall be taken by the Corporation or the shareholders thereof or be entitled to notification as to any meeting of the Board of Directors or the shareholders. Except as provided in the immediately preceding sentence, the Class B Non-Voting Common Stock shall possess all such rights and privileges as are afforded to capital stock by applicable laws.

IV.

Any action required or permitted to be taken at a meeting of the shareholders may be taken without a meeting if documented by one or more written consents signed by persons who would be entitled to vote at such a meeting and who collectively own shares in the Corporation

having voting power to cast not less than the minimum number of votes that would be necessary to authorize or take such action at a meeting at which all shareholders entitled to vote were present and voted.

V.

The initial registered office of the Corporation will be located in Dade County at 10035 East Calusa Club Drive, Miami, Florida 33186. The initial registered agent of the Corporation at such address will be Rick J. Behar, D.C.

VI.

The name and address of the incorporators are:

<u>Name</u>	<u>Address</u>
Rick J. Behar, D.C.	10035 East Calusa Club Drive Miami, Florida 33186

VII.

The mailing address of the initial principal office of the Corporation is 10035 East Calusa Club Drive, Miami, Florida 33186.

VIII.

The initial Board of Directors shall consist one (1) member who shall be and whose addresses are:

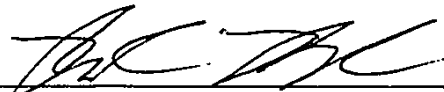
<u>Name</u>	<u>Address</u>
Rick J. Behar, D.C.	10035 East Calusa Club Drive Miami, Florida 33186

The personal liability of the Directors of the Corporation is hereby eliminated to the fullest extent permitted by Florida law.

IX.

The effective date of these Articles of Incorporation shall be the date these Articles are filed with the Secretary of State.

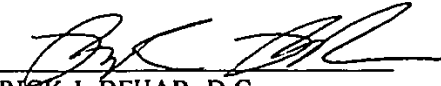
IN WITNESS WHEREOF, the undersigned have executed these Articles of Incorporation this 30 day of June, 1997.


Rick J. Behar, D.C., Incorporator

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for BEHAR CHIROPRACTIC CENTER, P.A. at the place designated in the Articles of Incorporation, RICK J. BEHAR, D.C. agrees to act in this capacity, and agrees to comply with the provisions of Section 48.091 relative to keeping such office open.

DATE: June 30, 1997


RICK J. BEHAR, D.C.

FILED
97 JUL -7 AM 10:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA