

P97000077207

TRANSMITTAL LETTER

Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Fl. 32314

SUBJECT: DOROTHY SHOFFNER INTERIORS, INC.  
(proposed corporate name)

000002401820--2  
-01/15/98--01079--011  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Enclosed please find an original and one (1) copy of the articles of incorporation for the above corporation and check in the amount of Thirty-Five Dollars.

FROM:

RICHARD CAMP, CPA, PA  
Name

4110 Southpoint Boulevard - Suite 205  
Address

Jacksonville, Florida 32216  
City, State, Zip

(904) 281-9924  
Telephone Number

FILED  
97 DEC 31 AM 11:27  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

CORA PARNAM Amend & Restated  
w/NC

LFS  
1-12-98

FILED  
97 DEC 31 AM 11:27  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

AMENDED AND RESTATED  
ARTICLES OF INCORPORATION  
OF  
ORANGE PARK CHIROPRACTIC AND REHABILITATION CENTER, INC.

ARTICLE I - NAME

The new name of this Corporation is DOROTHY SHOFFNER INTERIORS, INC.

ARTICLE II - NATURE OF BUSINESS

The Corporation will provide INTERIOR DECORATING services and related products and services to the Public.

ARTICLE III - CAPITAL STOCK

The authorized capital of the Corporation shall be 10,000 shares of common stock at a par value of \$1.00 per share.

ARTICLE IV - TERM OF EXISTENCE

This Corporation is to exist perpetually.

ARTICLE V - PREEMPTIVE RIGHTS

Every Stockholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

#### **ARTICLE VI - PRINCIPAL OFFICE AND MAILING ADDRESS**

The new street address of the principal office is 901 Ocean Blvd #901, Atlantic Beach, Florida 32233 and mailing address of the Corporation is 4110 Southpoint Blvd. #205, Jacksonville, Fl 32216. The Board Of Directors may from time to time move the principal office and mailing address to any other address in Florida.

#### **ARTICLE VII - DIRECTORS**

This Corporation shall have one (1) Director. The number of directors may be increased or diminished from time to time, by Bylaws adopted by the Stockholders.

#### **ARTICLE VIII - DIRECTORS**

The name and street address of the members of the new Board of Directors is:

DOROTHY SHOFFNER - President/Officer  
901 OCEAN BLVD.#90  
ATLANTIC BEACH,FL 32233

#### **ARTICLE IX - SECTION 1244 STOCK**

The Board of Directors is authorized to issue "Section 1244 Stock", as defined by Section 1244 of the Internal Revenue Code as the same may be amended from time to time.

**ARTICLE X - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this Corporation is 4110 SOUTHPOINT BLVD.#205, Jacksonville, Florida 32216, and the name of the initial registered agent of this Corporation at that address is RICHARD CAMP,CPA.

**ARTICLE XI - AMENDMENT**

These Articles of Incorporation may be amended, altered, or changed at any time, and from time to time, in the manner now or hereafter prescribed by the applicable Florida Statutes, and all rights conferred on a stockholder herein are granted subject to this reservation.

**ARTICLE XII - EFFECTIVE DATE**

The existence of this Corporation shall commence with the filing of these Articles of Incorporation with the Secretary of State in Florida.

DATE

12/23/97

  
Dorothy Shoffner

**REGISTERED AGENT'S ACCEPTANCE**

The undersigned officer of the above designated Registered Agent, by execution hereof, hereby accepts all of the duties and responsibilities of a Registered Agent for DOROTHY SHOFFNER INTERIORS,Inc, a Florida Corporation, in accordance with Florida Statutes, section 607.0501.

DATE

12/23/97

  
RICHARD CAMP,CPA  
REGISTERED AGENT

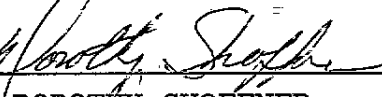
CERTIFICATE

THIS RESTATEMENT OF THE CORPORATE NAME AND THE AMENDED ARTICLES OF INCORPORATION WERE ADOPTED BY THE BOARD OF DIRECTORS AND DO NOT INCLUDE ANY AMENDMENTS REQUIRING SHAREHOLDER APPROVAL.

DATE

12/23/97

SIGNATURE



DOROTHY SHOFFNER  
CHAIRMAN