

P098000012783

Foley-Larson
Requestor's Name
Address
8778237
City/State/Zip Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Acupuncture Wellness Center
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

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

- ☒ Walk in ☐ Pick up time _____ ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FILED
RECEIVED
98 FEB -9 PM 3:16 98 FEB -9 AM 11:51
SECRETARY OF STATE
DIVISION OF CORPORATION
TALLAHASSEE, FLORIDA

2/9
2/9/98

Examiner's Initials

**ARTICLES OF INCORPORATION
OF
ACUPUNCTURE WELLNESS CENTER, P.A.**

FILED
98 FEB -9 PM 3:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned individuals, duly licensed to render professional services in the State of Florida, for the purpose of forming a professional corporation under the laws of Florida, adopt the following Articles of Incorporation.

ARTICLE 1

NAME AND ADDRESS

Section 1.1: Name: The name of the corporation is:

Acupuncture Wellness Center , P.A.

Section 1.2: Address of Principal Office: The address of the principal office of the corporation is:

321 Rosedale Drive
Miami Springs, FL 33166

ARTICLE 2

DURATION

Section 2.1: Duration: This corporation shall exist perpetually. Corporate existence shall commence on the date these Articles are executed, except that if these Articles are not filed by the Department of State of the State of Florida within five business days after they are executed, corporate existence shall commence upon filing by the Department of State.

ARTICLE 3

PURPOSE AND NATURE OF BUSINESS

The primary purpose for which this corporation is organized and the general nature of the business to be transacted by this corporation is to engage in every phase and aspect of the business of rendering to the public through the corporation's officers, employees and agents who are duly licensed or otherwise legally authorized under the laws of the State of Florida to practice acupuncture, the same professional services that an Acupuncture Physician duly licensed under the laws of the State of Florida is

authorized to render; provided, however, nothing in these Articles of Incorporation shall be interpreted to prohibit this corporation from investing its funds in real estate, mortgages, stocks, bonds or any other type of investments, or from owning real and personal property necessary for the rendering of such professional services. The corporation will also engage in every phase and aspect of rendering to the public through the corporation's officers, employees and agents who are duly licensed or otherwise legally authorized under the laws of the State of Florida to practice other professional health care services, the same professional services that other duly licensed professionals licensed under the laws of the State of Florida are authorized to render.

ARTICLE 4

CAPITAL STOCK

Section 4.1: Authorized Capital: The authorized capital stock of the corporation shall consist of 1,000 shares of common stock having a par value of \$1.00 per share.

Section 4.2: Limitation on Issuance: None of the shares of capital stock of this corporation may be issued to anyone other than an individual duly licensed or otherwise legally authorized to practice acupuncture in the State of Florida.

ARTICLE 5

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is:

321 Rosedale Drive
Miami Springs, FL 33166

The name of the initial registered agent of this corporation at that address is:

Arthur L. Anderson

ARTICLE 6

DIRECTORS

Section 6.1: Number: This corporation shall have three directors initially. The number of directors may be increased or diminished from time to time by the bylaws, but shall never be less than one.

Section 6.2: Initial Directors: The name and street address of the members of the first Board of Directors of the corporation are:

Name	Address
Arthur L. Anderson	321 Rosedale Drive Miami Springs, FL 33166
Albert Lowe	2016 Bay Drive, #807 Miami Beach, FL 33141
Cynthia Larson	7600 N.E. 8th Avenue Miami, FL 33138

Section 6.3: Indemnification: The Board of Directors is hereby specifically authorized to make provision for indemnification of directors, officers, employees and agents to the full extent permitted by law.

ARTICLE 7

RESTRAINT ON ALIENATION OF SHARES

No shareholder of this corporation may sell, hypothecate or otherwise transfer his shares, except to another individual who is eligible to be a shareholder of this corporation.

ARTICLE 8

BYLAWS

The initial bylaws of the corporation shall be adopted by the Directors. Bylaws shall thereafter be adopted, altered, amended or repealed from time to time by either the shareholders or the Directors, but the Directors shall not alter, amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the Directors.

ARTICLE 9

INCORPORATOR

The name and street address of the incorporator of this corporation is:


Arthur L. Anderson
321 Rosedale Drive
Miami Springs, FL 33166

ARTICLE 10

AMENDMENT


This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, and any right conferred upon the shareholders is subject to this reservation.

3 IN WITNESS WHEREOF, the incorporator has executed these Articles the day of February, 1998.


ARTHUR L. ANDERSON, Acupuncture Physdician
Incorporator

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in these Articles of Incorporation, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.


ARTHUR L. ANDERSON
Registered Agent

Date: 2/3/98

FILED
98 FEB -9 PM 3:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA