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ACCOUNT NO. : 072100000032  
REFERENCE : 717286 7145634  
AUTHORIZATION :  
COST LIMIT : \$ 122.50

*Patricia Pizutti*

ORDER DATE : February 24, 1998  
ORDER TIME : 10:57 AM  
ORDER NO. : 717286-005  
CUSTOMER NO: 7145634

100002439331--5

CUSTOMER: Larry Gonzales, Esq  
LARRY J. GONZALES, P.A.  
  
Suite 223  
2739 U.s. Hwy 19  
Holiday, FL 34691

DOMESTIC FILING

NAME: COASTAL PALMS CHIROPRACTIC  
WELLNESS CENTER, P.A.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS:

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 FEB 24 PM 2:17

RECEIVED  
98 FEB 24 PM 12:21  
DISPATCH CORPORATION

EFFECTIVE DATE

2/23/98

**ARTICLES OF INCORPORATION**

**OF**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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**COASTAL PALMS CHIROPRACTIC WELLNESS CENTER, P.A.**

**ARTICLE 1: NAME AND ADDRESS**

The name of this Corporation is: COASTAL PALMS CHIROPRACTIC WELLNESS CENTER, P.A. , and the address is: 5166 Loquat Court, Palm Harbor, FL 34685.

**ARTICLE 2: DURATION**

This Corporation shall exist perpetually. In accordance with Section 607.0203, the date when existence shall commence is the date of subscription and acknowledgment of these Articles of Incorporation.

**ARTICLE 3: PURPOSE**

This Corporation is organized for the purpose of transacting any and all lawful business.

**ARTICLE 4: CAPITAL STOCK**

This Corporation is authorized to issue 7500 shares of \$1.00 par value common stock.

**ARTICLE 5: INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this Corporation is 2739 U.S. Highway 19, Suite 223, Holiday, Florida 34691, and the name of the initial registered agent of this Corporation at that address is LARRY J. GONZALES.

**ARTICLE 6: INITIAL BOARD OF DIRECTORS**

This Corporation initially shall have two (2) directors. The number of directors may be either increased or diminished from time to time by the Bylaws but shall never be less than one. The name and address of the initial directors of this Corporation is:

| NAME                  | ADDRESS                                    |
|-----------------------|--|
| CATHERINE M. DIGIAMMO | 5166 Loquat Court<br>Palm Harbor, FL 34685 |
| ANTHONY P. DIGIAMMO   | 5166 Loquat Court<br>Palm Harbor, FL 34685 |

**ARTICLE 7: INCORPORATOR**

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

| NAME              | ADDRESS  |
|-------------------|--|
| LARRY J. GONZALES | 2739 U.S. Highway 19, Suite 223<br>Holiday, FL 34691 |

**ARTICLE 8: PREEMPTIVE RIGHTS**

Each holder of the common stock of this Corporation shall have the first right (subject to adjustment to avoid the issuance of fractional shares) to purchase shares of any other securities that this Corporation may issue from time to time, whether or not such shares are presently authorized, including shares from the treasury of this Corporation, in the ratio that the number of shares of common stock held by such shareholder at the time of the issue bears to the total number of shares of common stock then outstanding. This right is waived by any holder of the common stock who does not exercise it and pay for the stock available for purchase pursuant to such preemptive rights, within thirty days of his receipt of written notice from this Corporation inviting him to exercise such right.

**ARTICLE 9: INDEMNIFICATION**

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

**ARTICLE 10: BYLAWS**

The initial Bylaws shall be adopted by the Board of Directors. The power to alter, amend or repeal the Bylaws or adopt new Bylaws is vested in the Board of Directors, subject to repeal or change by action of the shareholders.

**ARTICLE 11: AMENDMENT**

This Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholder

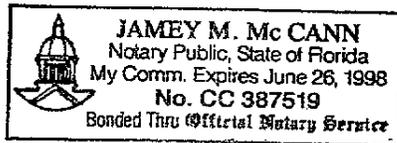
is subject to this reservation.

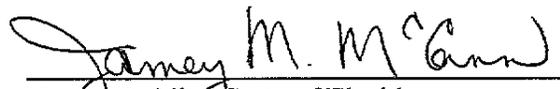
IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 23<sup>rd</sup> day of February, 1998.

  
LARRY J. GONZALES

STATE OF FLORIDA  
COUNTY OF PASCO

The foregoing Articles of Incorporation were acknowledged before me this 23<sup>rd</sup> day of February, 1998, by LARRY J. GONZALES, who is personally known to me.

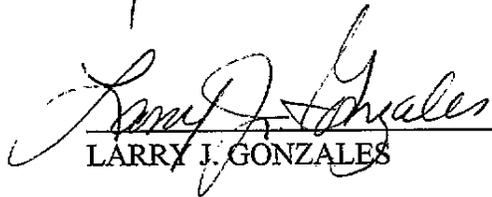


  
Notary Public, State of Florida  
My Commission Expires:

**ACCEPTANCE BY REGISTERED AGENT**

Having been named to accept service of process for the above-named corporation at a place designated in these Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions of Chapter 48.091, Florida Statutes, relative to keeping open said office for service of process.

Dated this 23<sup>rd</sup> day of February, 1998.

  
LARRY J. GONZALES

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