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4/09/98

FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: THERESA A. CARISSIMI, P.A.

AUDIT NUMBER.....H98000006787

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES.....8

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ARTICLES OF INCORPORATION

OF

THERESA A. CARISSIMI, P.A.

The undersigned hereby presents these Articles for the formation of a corporation under the laws of the State of Florida.

ARTICLE I

CORPORATE NAME

The name of this corporation is THERESA A. CARISSIMI, P.A. The principal place of business and mailing address for the corporation is: 11331 NW 31st Street, Sunrise, Florida, 33323.

ARTICLE II

PURPOSE

The general purpose or purposes for which the corporation is initially organized shall be to engage in the transaction of any or all lawful business for which corporations may be incorporated under Chapters 607 and 621 of the Florida Statutes; and the corporation shall have the power to take all action and do all things necessary and proper to carry out the foregoing purposes, and more specifically for chiropractic medicine.

This instrument prepared by:
William H. Batallas, Esquire
Florida Bar No. 977519
3990 Sheridan Street, Suite 104
Hollywood, Florida 33021

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ARTICLE III

CAPITAL STOCK

The corporation is authorized to issue one hundred (100) shares of common stock having no par value.

ARTICLE IV

CORPORATE EXISTENCE

This corporation shall exist perpetually unless sooner dissolved according to law. The corporation shall be effective as of date of filing.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation in the State of Florida is:

3990 SHERIDAN STREET, SUITE 104
HOLLYWOOD, FLORIDA 33021

and the name of the initial registered agent at that address is:

WILLIAM H. BATALLAS

This instrument prepared by:
William H. Batallas, Esquire
Florida Bar No. 977519
3990 Sheridan Street, Suite 104
Hollywood, Florida 33021

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ARTICLE VI

NUMBER OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be increased or decreased from time to time, by by-laws adopted by the stockholders, but shall never be less than one (1).

ARTICLE VII

INITIAL BOARD OF DIRECTORS AND OFFICERS

The names and addresses of the initial Board of Directors of this Corporation and their offices are:

<u>NAME</u>	<u>ADDRESS</u>
Theresa A. Carissimi President	11331 N.W. 31 st Street Sunrise, Florida 33323

ARTICLE VIII

SUBSCRIBER

The name and address of the incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
Theresa A. Carissimi	11331 N.W. 31 st Street Sunrise, Florida 33323

This instrument prepared by:
William H. Batallas, Esquire
Florida Bar No. 977519
3990 Sheridan Street, Suite 104
Hollywood, Florida 33021

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H98000006787 ARTICLE IX

CUMULATIVE VOTING FOR DIRECTORS

At all elections of directors of this corporation, each stockholder shall be entitled to as many votes as shall equal the number of shares which he is entitled to vote multiplied by the number of directors to be elected; and he may cast all such votes for a single director, or may distribute them among any number of directors to be elected.

ARTICLE X

AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the Directors and all the Stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

This instrument prepared by:
William H. Batallas, Esquire
Florida Bar No. 977519
3990 Sheridan Street, Suite 104
Hollywood, Florida 33021 4

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IN WITNESS WHEREOF, I, the incorporator, have executed these Articles of Incorporation

this 7 day of April, 1998.


Theresa A. Carissimi

STATE OF FLORIDA

)
) ss:

COUNTY OF BROWARD

)

BEFORE ME, the undersigned authority, personally appeared to me, Theresa A. Carissimi, well known and known to me to be the individual described in, and who executed the foregoing Articles of Incorporation, and he acknowledged before me that she executed the same for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto affixed my hand and official seal at Hollywood, County of Broward, State of Florida, this 7 day of April A.D., 1998.


NOTARY PUBLIC
State of Florida at Large

My Commission Expires:



WILLIAM H. BATALLAS
My Commission CC487038
Expires Aug. 08, 1999

This instrument prepared by:
William H. Batallas, Esquire
Florida Bar No. 977519
3990 Sheridan Street, Suite 104
Hollywood, Florida 33021

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CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS
WITHIN FLORIDA, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

FIRST-THAT THERESA A. CARISSIMI, P.A.
CORPORATE NAME

DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF
FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS IN THE CITY OF
HOLLYWOOD, STATE OF FLORIDA, HAS NAMED WILLIAM H. BATALLAS
LOCATED AT 3990 SHERIDAN STREET, SUITE 104, CITY OF HOLLYWOOD, STATE
OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE Theresa A. Carissimi
BY: Theresa A. Carissimi
TITLE: President

Dated this 7 day of April, 1998.

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE
STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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.

SIGNATURE W H Batallas

This instrument prepared by:
William H. Batallas, Esquire
Florida Bar No. 977519
3990 Sheridan Street, Suite 104
Hollywood, Florida 33021

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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WILLIAM H. BATALLAS
RESIDENT AGENT

Dated this 7 day of April, 1998.

This instrument prepared by:
William H. Batallas, Esquire
Florida Bar No. 977519
3990 Sheridan Street, Suite 104
Hollywood, Florida 33021

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