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FILING

Prof. / P.A.

1.) Vincent Rahal, D.C., P.A.
(CORPORATE NAME & DOCUMENT #)

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FILED
98 JUN -5 PM 1:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
98 JUN -5 AM 11:00
DIVISION OF CORPORATION

JUN -5 1998

P. Hall

(Signature)

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ARTICLES OF INCORPORATION
OF
VINCENT RAHAL, D.C., P.A.
(A Florida Professional Service Corporation)

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, being duly licensed or legally authorized to practice Chiropractic Medicine under the laws of the state of Florida, adopt(s) these Articles of Incorporation to form a corporation under the Professional Service Corporation and Limited Liability Company Act, F.S. Chapter 621, and other laws of the state of Florida.

ARTICLE ONE

NAME

The name of the professional service corporation is VINCENT RAHAL, D.C., P.A.

ARTICLE TWO

PRINCIPAL OFFICE

The principal office and mailing address for the corporation is 5224 S. Orange Ave., Suite A, Orlando, FL 32809.

ARTICLE THREE

CORPORATE DURATION

The professional service corporation shall have perpetual existence starting on the date these articles of incorporation are filed with the Florida Department of State.

ARTICLE FOUR

PURPOSE OR PURPOSES

The professional service corporation is formed to engage in every phase and aspect of the practice of Chiropractic Medicine.

In addition, the corporation may invest the funds of the corporation in real estate, mortgages, stocks, bonds, or any other type of investment, and own real and personal property necessary for the rendering of professional services.

ARTICLE FIVE

CAPITALIZATION

The total number of shares of stock which the corporation is authorized to issue is ten thousand (10,000), all of which shall be Common Stock, and with a par value of \$.01.

None of the shares of the corporation may be issued to anyone other than an individual, another professional service corporation, or a professional limited liability company in any combination. Said individual, professional service corporation, or limited liability company must all be licensed to render the same professional services to the public.

ARTICLE SIX

PREEMPTIVE RIGHTS

The holders of shares of the corporation shall have preemptive rights to subscribe or purchase from the corporation any shares authorized but unissued, or any newly authorized shares.

ARTICLE SEVEN

REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 5224 S. Orange Ave. Suite A, Orlando, FL 32809, and the name of its initial registered agent at such address, is Vincent Rahal.

ARTICLE EIGHT

RESTRAINT ON ALIENATION OF SHARES

The shareholders of the corporation shall have the power to include in the bylaws, or by separate agreement adopted by a majority of the shareholders of the corporation, any regulatory or restrictive provisions regarding the proposed sale, transfer, or other disposition of any of the outstanding stock of the corporation by any of its shareholders, or in the event of the death of any of its shareholders. The manner and form, as well as the relevant terms, conditions, and details, of the disposition shall be determined by the shareholders of the corporation; provided, however, that such regulatory or restrictive provisions shall not affect the rights of third parties without actual notice of the provisions unless the existence of the provisions is plainly noted on the certificate evidencing the ownership of such stock. No shareholder of the corporation may sell or transfer stock in the corporation except to another individual, or another personal service corporation, or professional limited liability company who is eligible to be a shareholder of the corporation, and the sale or transfer may be made only after it has been approved at a shareholder meeting specially called for that purpose. If any shareholder becomes legally disqualified from practicing Chiropractic Medicine in the

state of Florida, is elected to a public office, or accepts employment that places restrictions or limitations on the continuous rendering of such professional services, that shareholder's share of stock shall immediately become subject to purchase by the corporation in accordance with the bylaws as adopted by the shareholders.

ARTICLE NINE

AMENDMENT

The corporation reserves the right to amend or repeal any provision in the Articles of Incorporation in the manner provided by law. Any right conferred on the shareholders is subject to reservation.

ARTICLE TEN

SUBSCRIBERS

The name(s) and address(s) of the person(s) signing these article of incorporation as subscriber(s) is/are:

NAME

ADDRESS

Vincent Rahal

445 S. Northlake Blvd., #1074, Altamonte Springs, FL 32701

IN WITNESS WHEREOF, the subscriber(s) has/have hereunto set his/her/their hand on this 4th day of June 1998.



Vincent Rahal

CONSENT TO SERVE AS REGISTERED AGENT

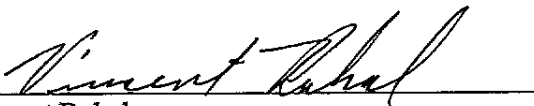
Vincent Rahal hereby consents to serve as Registered Agent in the State of Florida for **VINCENT RAHAL, D.C., P.A.** He understands that as agent for this professional services corporation it will be the Agent's responsibility to receive service of process in the name of the corporation; to forward all mail to the corporation; and immediately notify the office of the Secretary of State in the event of its resignation, or of any changes in the registered office address of the corporation for which it is Agent pursuant to F.S. 607.0501(3).

Dated this 4th day of June, 1998.

Name of Registered Agent:

VINCENT RAHAL

By



Vincent Rahal

5224 S. Orange Ave., Suite A

Orlando, FL 32809

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