Vostin and Costin

ATTORNEYS AT LAW 413 WILLIAMS AVENUE PORT ST. JOE, FLORIDA 32456 TELEPHONE (850) 227-1159 FAX: (850) 229-6957

#### Charles A. Costin

Cecil G. Costin, Jr. (1923 - 1990)

Mailing Address: Post Office Box 98 Port St. Joe, FL 32457-0098

June 4, 1998

Florida Department of State Corporate Division Post Office Box 6327 Tallahassee, FL 32314

000002552320-- 0 -06/09/98-01023--010 \*\*\*\*122.50 \*\*\*\*122.50

RE: PARKWAY CHIROPRACTIC, INC.

Dear Sir or Madam:

Enclosed is an original and one copy of the Articles of Incorporation for the above referred corporation. Please file the original, certify the copy and return the certified copy to me at your earliest convenience.

I have enclosed a check in the amount of \$122.50 to cover the following:

\$ 35.00 - filing fee

52.50 - certified copy

35.00 - registered agent designation

Sincerely,

Legal Secretary

Enclosures

AUTHORIZATION BY PHONE TO

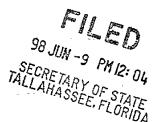
DOC. EXAM

BR 6/11/98

### ARTICLES OF INCORPORATION

OF

### PARKWAY CHIROPRACTIC, INC.



The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation for profit, under Chapter 607, Florida Statutes, and do hereby certify that it has become such corporation under and pursuant to the following Articles of Incorporation.

### Name

The name of the corporation is "PARKWAY CHIROPRACTIC,"

### ARTICLE II Duration

The corporation shall have perpetual existence, commencing on the date of the filing of these articles.

## ARTICLE III General Purpose Clause

The general nature of the business or businesses to be transacted by the corporation is that it will provide chiropractic services to patients and to receive any contracts or assignments of contracts therefore or related thereto or connected therewith and to deal in and deal with any materials, equipment, devices or wares or anything incidental to or required for or useful in connection with the above that can be advantageously carried on in conjunction with and incidental to any of the matter aforesaid. This corporation shall also have the power to transact any lawful

business for which corporations may be incorporated to do under Chapter 607, Florida Statutes and amendments or supplements thereto, and any other Florida Statutes relating to corporations for profit.

# ARTICLE IV Capital Stock

The corporation is authorized to issue One Hundred (100) shares of One Cent (\$.01) par value common stock which shall be designated as common shares.

## ARTICLE V Initial Registered Office and Agent

The address of the initial principal office of this

corporation is 390 Tyndall Parkway, Suite 331, Panama City, Florida

32404. The name of the initial registered agent of this

corporation will be Charles A. Costin, Esquire, at 413 Williams

Avenue, Port St. Joe, Florida 32456. The principal office address

of this corporation is 390 Tyndall Parkway, Suite 331, Panama City,

Florida 32404.

# ARTICLE VI Initial Board of Directors and Officers

The company shall have two (2) directors initially. The executive positions (officers) of the directors are set forth hereinbelow and the respective offices held. The number of directors may be either increased or diminished from time to time as provided by the by-laws adopted by the stockholder. The name and address of the initial directors and officers are:

Spichael L. Stallings President 6031 E. Hwy 98 Panama City, Florida 32404

Debra Stallings Vice-President/Secretary/
6031 E. Hwy 98 Treasurer Panama City, Florida 32404

# ARTICLE VII Incorporators

The names and addresses of the incorporators signing these articles are:

> Spichael L. Stallings 6031 E. Hwy 98 Panama City, Florida 32404

Debra Stallings 6031 E. Hwy 98 Panama City, Florida 32404

#### ARTICLE VIII By-Laws

The power to adopt, alter, amend or repeal the by-laws shall be vested in the Board of Directors and shareholders.

#### ARTICLE IX Initial Shareholders

Shares of capital stock of this corporation shall be issued initially to the following persons and in the amount set opposite their names: 100 shares common stock Spichael L. Stallings

### ARTICLE X

<u>Powers</u>

This corporation shall have all the corporate powers

enumerated in the Florida General Corporation Act, but it may not mortgage or pledge any or all of its property or assets without shareholder approval.

### ARTICLE XI Amendment

This corporation reserves the right to amend or repeal any provision contained in these articles of incorporation or any amendment hereto by a majority vote of the Board of Directors and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation on the 3th day of June, 1998.

PARKWAY CHIROPRACTIC, INC.

By: SPICHAEL L. STALLINGS, Incorporator

By: // DEBRA STALLINGS, Incorporator

State of Florida County of Gulf

BE IT REMEMBERED that on this 8 day of June, 1998, before me, the undersigned officer duly authorized in the State and County aforesaid to take acknowledgments and administer oaths, personally appeared SPICHAEL L. STALLINGS and DEBRA STALLINGS, who are personally known to me or who produced as identification, the incorporators signing the articles in the above corporation and they acknowledged before me that the proposed Articles of Incorporation are the free act and deed of the incorporator and that the facts therein set are truly set forth and that they

desires to associate themselves pursuant to the foregoing Articles of Incorporation for the purpose of becoming a corporation under the laws of the State of Florida.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at Port St. Joe, Florida, in the State and County aforesaid on the day and year first above written.



Candice N. Bridges

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said act:

First, that PARKWAY CHIROPRACTIC, INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at Port St. Joe, Gulf County, Florida, has named CHARLES A. COSTIN, ESQUIRE, 413 Williams Avenue, Port St. Joe, Florida 32456, as its agent to accept service of process within this State.

#### **ACKNOWLEDGMENT:**

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provision of said act relative to keeping open said office.

CHARLES A. COSTIN Registered Agent

413 Williams Avenue 700 Port St. Joe, Florida

PHIZ: 03
REDWN-9 PHIZ: 03
REDWN-9 PHIZ: 03
REDWN-9 PHIZ: 03