

P980000052453

Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

000002538750--7  
-05/28/98-01035--002  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

SUBJECT: Doctors On Call, P.A.

Dear Sir:

Enclosed please find Articles of Incorporation and the Designation and Acceptance of Registered Agent and Registered Office for filing, together with our check in the amount of \$70.00 to cover the filing fees, designation of registered agent and registered office, and charter tax.

I have also enclosed an additional copy of the Articles of Incorporation which I would appreciate having certified and returned to the address below.

Sincerely,

*Robert J. Micciche, D.C.*  
Robert J. Micciche, D.C.  
President

Doctors On Call, P.A.  
235 W. Gulf Beach Drive, Suite F  
St. George Island, Florida 32328  
(850) 927-3949

Enclosures

FILED  
98 JUN -9 PM 2:29  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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*Robert J. Micciche*  
5/28/98



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

June 1, 1998

ROBERT J. MICCICHE, D.C.  
235 W. GULF BEACH DRIVE  
SUITE F  
ST. GEORGE ISLAND, FL 32328

SUBJECT: DOCTORS ON CALL, P.A.  
Ref. Number: W98000012405

We have received your document for DOCTORS ON CALL, P.A. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The specific nature of business of the professional association must be stated in the document. (See Article 4 - (Chiropractic))

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6933.

Dana Calloway  
Document Specialist

Letter Number: 398A00030579

ARTICLES OF INCORPORATION

OF

Doctors On Call, P.A.

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TALLAHASSEE FLORIDA

The undersigned incorporator, for the purpose of forming a corporation pursuant to the provisions of the "Florida Business Corporation Act", hereby adopts the following Articles of Incorporation:

ARTICLE ONE - CORPORATE NAME

The name of this corporation is Doctors On Call, P.A.

ARTICLE TWO - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation are:

235 W. Gulf Beach Drive, Suite F  
St. George Island, Florida 32328

ARTICLE THREE - TERM OF EXISTENCE

This corporation shall exist perpetually.

ARTICLE FOUR - NATURE OF BUSINESS (Chiropractic)

This corporation may engage in or transact any and all lawful activities or business permitted under laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE FIVE - CAPITOL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

<u>Class</u>	<u>Par Value</u>	<u>Number</u>
<u>Common</u>	<u>\$1.00</u>	<u>10000</u>
(Type)	(\$ value)	(# of shares)

**ARTICLE SIX - INITIAL REGISTERED AGENT AND OFFICE**

The name and address of the initial registered agent and registered office is:

Name: Robert J. Micciche, D.C.

Address: 235 W. Gulf Beach Drive, Suite F  
St. George Island, Florida 32328

**ARTICLE SEVEN - INITIAL DIRECTOR**

The number of directors constituting the initial Board of Directors of the corporation is one (1), and the name of the person who is to serve as a director until the organizational meeting or until the first meeting of shareholders or until his successor is elected and qualified is:

Name: Robert J. Micciche, D.C.

Address: 235 W. Gulf Beach Drive, Suite F  
St. George Island, Florida 32328

**ARTICLE EIGHT - LIMITATION OF LIABILITY**

Each director, stockholder and officer, in consideration for his services, shall be indemnified, whether then in office or not, for the reasonable cost and expenses incurred by him in connection with the defense of, or for advice concerning any claim asserted or proceeding brought against him by reason of his being or having been a director, stockholder or officer of the corporation or of any subsidiary of the corporation, whether of not wholly owned, to the maximum extent permitted by law. The foregoing right of indemnification shall be inclusive of any other rights to which any director, stockholder or officer may be entitled as a matter of law.

**ARTICLE NINE - SELF DEALING**

No contract or other transaction between the corporation and other corporations shall be affected or invalidated by the fact that any one or more of the directors of the corporation is or are interested in a contract or transaction, or are directors or officers of any other corporation, and any director or directors, individually or jointly, may be a party or parties to, or may be interested in such contract, act or transaction, or in any way connected with such person or person's firm or corporation, and

each and every person who may become a director of the corporation is hereby relieved from any liability that might otherwise exist from contracting with the corporation for the benefit of himself or any firm, association or corporation in which he may be in any way interested. Any director of the corporation may vote upon any transaction with the corporation without regard to the fact that he is also a director of such subsidiary or corporation.

**ARTICLE TEN - INCORPORATOR**

The name and street address of the incorporator of these Articles of Incorporation is:

Name: Robert J. Micciche, D.C.

Address: 235 W. Gulf Beach Drive, Suite F  
St. George Island, Florida 32328

The undersigned has executed these Articles of Incorporation on:

Date: Feb 23, 1998

Robert J. Micciche, D.C.  
Signature of Incorporator

**CERTIFICATE OF DESIGNATION AND ACCEPTANCE OF  
REGISTERED AGENT & REGISTERED OFFICE**

Pursuant to the provisions of Section 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent in the State of Florida.

1. The name of the corporation is:

Doctors On Call, P.A.

2. The name and address of the registered agent and office is:

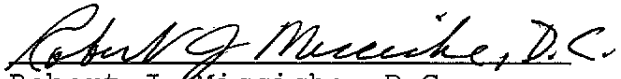
Name: Robert J. Micciche, D.C.

Address: 235 W. Gulf Beach Drive, Suite F  
St. George Island, Florida 32328

**Acceptance**

Having been named as registered agent and designated to accept service of process for the above corporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Date: Feb. 23, 1998

  
Robert J. Micciche, D.C.  
Registered Agent

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98 JUN -9 PM 2:30  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA