# P98000000517

THE UNITED STATES

GORPORATION

GON PANY

ACCOUNT NO. : 072100000032

REFERENCE 883971 9104A

AUTHORIZATION

COST LIMIT : \$ 122.50

ORDER DATE : July 8, 1998

ORDER TIME : 12:36 PM

ORDER NO. : 883971-010

CUSTOMER NO:

9104A

CUSTOMER: Ms. Lori L. Ammons

HOLLAND & KNIGHT

Suite 1600

200 Central Avenue

Saint Petersbur, FL 33701

DOMESTIC FILING

NAME:

FOOTCARE CENTERS OF

CLEARWATER, FLORIDA, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

\_\_\_\_ CHRITICATE OF FILLER

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

\_\_\_\_ PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Brenda Phillips

EXAMINER'S INITIALS:

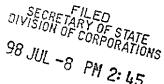
SECRETARY OF STATE STATE OF CORPORATIONS

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7/2/98

# ARTICLES OF INCORPORATION OF



Footcare Centers of Clearwater, Florida, Inc.

The undersigned, as incorporator, forms a corporation within the meaning of the applicable provisions of Florida Statutes, Chapter 607.

#### ARTICLE I.

#### **NAME**

The name of this Corporation is Footcare Centers of Clearwater Florida, Inc.

## ARTICLE II.

#### PRINCIPAL OFFICE

The initial principal address of this Corporation is:

10006 North Dale Mabry, Suite 210, Tampa, FL 33618.

#### ARTICLE III.

#### REGISTERED OFFICE AND REGISTERED AGENT

The name of the initial Registered Agent of this Corporation and the street address of the Registered Office are as follows:

Name:

Richard O. Jacobs

Address:

200 Central Avenue, Suite 1600, St. Petersburg, FL 33601.

#### ARTICLE IV.

# **INCORPORATOR**

The name and address of the Incorporator of this Corporation are:

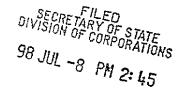
Name:

Richard O. Jacobs

Address:

200 Central Avenue, Suite 1600, St. Petersburg, FL 33601.

#### ARTICLE V.



#### CAPITAL STOCK

This Corporation is authorized to issue one million (1,000,000) shares of \$.001 par value common stock.

# ARTICLE VI.

## SHAREHOLDER'S AGREEMENT

The Shareholders of this Corporation may enter into a shareholder's agreement, or similar agreement, providing for the management of this Corporation, the election of Officers or Directors, or other matters. Such an agreement, if signed by all of the Stockholders, shall supersede any provisions of these Articles, or of the Bylaws that are in conflict.

IN WITNESS WHEREOF, the undersigned, as incorporator, has hereunto set the undersigned's hand and seal this day of this Corporation under the laws of the State of Florida.

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. Date:

*も* , 1998.

Richard O. Jacobs