

Brenda A. Baietto
ATTORNEY AT LAW

Civil Trial Practice
General Practice

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P98000066864

July 15, 1998

DIVISION OF CORPORATIONS
409 EAST GAINES STREET
TALLAHASSEE, FLORIDA 32399

500002594395--7
-07/21/98--01086--004
*****70.00 *****70.00

Doctors Association, Inc.

Re: **Physician's Spine & Wellness Center, Inc.**

Dear Messrs.:

Enclosed please find two originals of Articles of Incorporation for the above referenced corporation. Please file an original and return a date stamped original in the envelope provided. Also enclosed is one check in the amount of \$70 for the filing fee and the designation of registered agent. As you will be returning a date stamped original, I am not enclosing \$52.50 for a certified copy.

Thank you for your attention in this matter.

With best regards,



Bryon T. LoPreste

BL
Enclosures
(c:\wp60\bb\forms\corpfile.let)

APPROVED
AND
FILED
90 JUL 21 PM 12:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Bryon T. LoPreste GAVE
AUTHORIZATION BY PHONE TO
CORRECT name: *Doctor's Association, Inc.*
DATE *7/23 + 7/30*
DOC. EXAM *BB*

Please Reply To:
921 W. Indiana Ave.
Tampa, Florida 33603



300-31st Street North, #101
St. Petersburg, FL 33713

ARTICLES OF INCORPORATION

OF

DOCTOR'S ASSOCIATION, INC.

**ARTICLE I
NAME**

EFFECTIVE DATE
7-14-98

98 JUL 21 PM 12:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

The name of this corporation is I Doctor's Association, Inc..

**ARTICLE II
DURATION**

This Corporation shall exist perpetually, commencing as of July 14, 1998.

**ARTICLE III
PURPOSE**

This Corporation is organized for the purposes of engaging in any and all other lawful business as may be conducted within the State of Florida.

**ARTICLE IV
CAPITAL STOCK**

This Corporation is authorized to issue 500 shares of \$1 par value common stock.

**ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT
AND PRINCIPAL OFFICE**

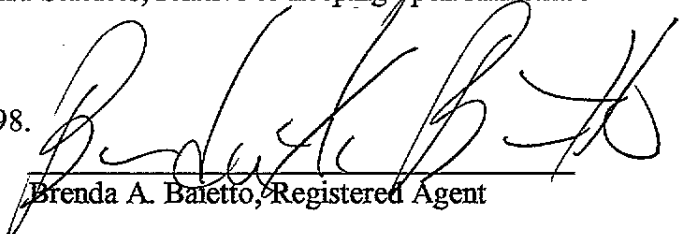
The initial registered agent of the corporation is Brenda A. Baietto, Esq. and the street address of the registered agent of this Corporation is 921 W. Indiana Avenue, Tampa, FL 33603. The street address of the office of the Corporation is 6401 - 66th Street North, Pinellas Park, Florida 33781.

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above named Corporation at a place designated in these Articles of Incorporation, I hereby accept to act in this capacity, and agree to

comply with the provisions of Chapter 48.091, Florida Statutes, relative to keeping open said office for service of process.

Dated this 15th day of July, 1998.


Brenda A. Baietto, Registered Agent

ARTICLE VI INITIAL BOARD OF DIRECTORS

This Corporation initially shall have two directors. The number of directors may be either increased or diminished from time to time by the Bylaws but shall never be less than one nor greater than five. The names and addresses of the initial directors of this Corporation are as follows:

Name

Address

Gil A. Machacek, D.C.

6497 Debbie Lane So.
St. Petersburg, FL 33707

Harry Wassel, M.D.

6675 - 38th Avenue North
St. Petersburg, FL 33710

ARTICLE VII INCORPORATOR

The name and address of the person signing these Articles as Incorporator is:

Name

Address

Brenda A. Baietto

921 W. Indiana Avenue
Tampa, FL 33603

ARTICLE VIII CUMULATIVE VOTING

There shall be no cumulative voting rights for shareholders of the Corporation.

ARTICLE IX PREEMPTIVE RIGHTS

There shall be no preemptive rights for shareholders of the Corporation.

**ARTICLE X
INDEMNIFICATION**

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

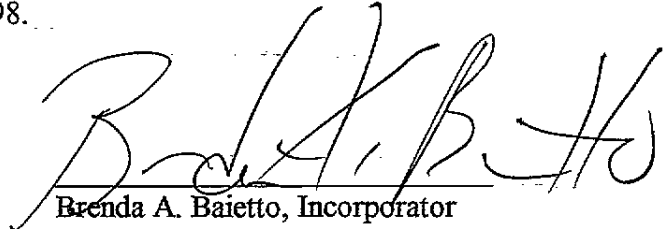
**ARTICLE XI
BYLAWS**

The initial Bylaws shall be adopted by the Board of Directors. The power to alter, amend, or repeal the Bylaws or adopt new Bylaws is vested in the Board of Directors, subject to repeal or change by action of the shareholders.

**ARTICLE XII
AMENDMENT**

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 15th day of July, 1998.


Brenda A. Baietto, Incorporator

(c:wp60:corp:wass.art)
7/98 bl

APPROVED
AND
FILED
98 JUL 21 PM12:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA