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ALLEN FALK  
ATTORNEY

5970 SW. 18<sup>th</sup> Street  
Boca Raton, Florida 33433

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TRANSMITTAL LETTER

August 25, 1998

Department of State  
Division of Corporations  
PO Box 32314  
Tallahassee, Florida 32314

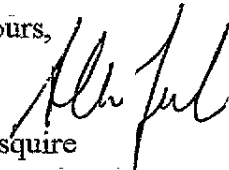
Subject: Kidd Chiropractic Center Inc.

Enclosed please find an original and one copy of the article of incorporation.  
Also find a check for \$78.75 covering filing fee and certificate.

FROM ALLEN FALK, ESQUIRE  
5970 SW 18<sup>TH</sup> STREET  
BOCA RATON, FLORIDA 33433  
561 338 9776

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-08/28/98--01072--014  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Very truly Yours,

  
Allen Falk, Esquire  
AF/ps

Enclosure(s)

APPROVED  
AND  
FILED  
98 AUG 28 AM 8:11  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

B. BROCK SEP 1 1998

ARTICLES OF INCORPORATION  
OF

KIDD CHIROPRACTIC CENTER INC

I, the undersigned, being of legal age and a natural person, do hereby subscribe to, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

ARTICLE I

The name of this corporation shall be . KIDD CHIROPRACTIC CENTER INC  
and the initial address of this corporation shall be 947 South Federal Highway  
Deerfield Beach, FL 33441

ARTICLE II

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

ARTICLE III

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

<u>Number of shares</u> <u>Authorized</u>	<u>Par Value</u> <u>Per Share Stock</u>	<u>Class of</u>
100	\$1.00	Common

The consideration for all of the said stock shall be payable in cash, property, real or personal, labor or services in lieu of cash, at a just valuation to be fixed by the Board of Directors of the corporation.

APPROVED  
AND  
FILED  
98 AUG 28 AM 8:11  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

#### ARTICLE IV

This corporation shall commence its existence immediately upon the filing of these Articles of Incorporation and shall exist perpetually thereafter unless sooner dissolved according to law.

#### ARTICLE V

The initial registered office of this corporation shall be at 947 South Fed Hwy, Deerfield Beach, FL 33441 with the privilege of having its office and branch offices at the other places within or without the State of Florida. The initial registered agent at that address shall be David Kidd

#### ARTICLE VI

This corporation shall have one director initially. The name and street address of the initial director who shall hold office for the first year of the corporation, or until her successor is elected or appointed is:

DAVID KIDD  
947 S Federal Highway  
Deerfield Beach, FL 33441

#### ARTICLE VII

The corporation shall have one officer initially. The name and street address of the initial officer who shall hold office for the first year of the corporation, or until her successor is elected or appointed is:

David Kidd  
947 S Federal Highway  
Deerfield Beach, FL 33441

#### ARTICLE VIII

The name and address of the incorporator is

~~David Kidd~~ Allen Falk  
44 5970 SW 18th Street  
Boca Raton, FL 33433

## ARTICLE IX

No contract or other transaction between this corporation and any other corporation, and no act of this corporation, shall in any way be affected or invalidated by the fact that any of the directors of this corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation. Any director individually, or any firm of which any director may be a member, may be a party to, or may pecuniarily or otherwise interested in, any contract or transaction of this corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any director of this corporation who is also a director or an officer of such other corporation, or who is so interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation which shall authorize any such contract or transaction, with like force and effect as if he were not such a director or officer of such other corporation, or not so interested.

## ARTICLE X

The private property of the stockholders shall not be subject to payment of the corporate debts in any event.

## ARTICLE XI

This corporation shall indemnify and insure its officers and directors to the fullest extent permitted by law either now or hereafter.

IN WITNESS WHEREOF, I, the undersigned, being the Incorporator hereinbefore named, for the purpose of forming a corporation to do business both within and without the State of Florida, under the laws of Florida, make and file these articles of Incorporation, hereby declaring and certifying that the facts herein stated are true and correct.

X 

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.**

In compliance with the laws of Florida, the following is submitted:

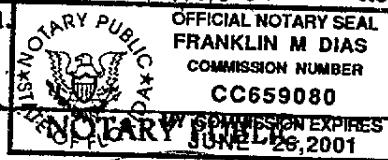
First, that \_\_\_\_\_, desiring to organize under the laws of the State of Florida, has named, \_\_\_\_\_ its statutory Registered Agent.

Having been named the statutory Registered Agent of the above corporation at the place designated in this certificate, I hereby accept the same and agree to act in this capacity, and agree to comply with the provisions of Florida law relative to keeping the registered office open, and I accept the obligations of section 607.225 F.S.

  
\_\_\_\_\_  
Registered Agent

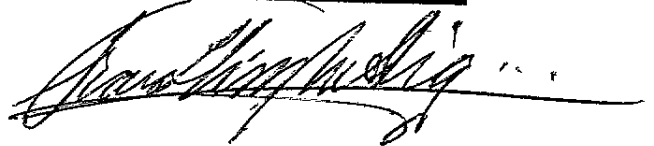
Dated: This 25 day of Aug, 1998

The foregoing instrument was acknowledged before me this day of Aug, 26 1998 by DAVID KIDD, who is personally known to me or has produced Drivers License + Known as identification and who did/did not take an oath.



My commission expires:

6/26/2001



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AND  
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98 AUG 28 AM 8:11  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA