

PA8000089784



THE UNITED STATES  
CORPORATION  
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 003531 7114784

AUTHORIZATION :

*Patricia Pignatelli*

COST LIMIT : \$ 70.00

ORDER DATE : October 21, 1998

ORDER TIME : 10:51 AM

ORDER NO. : 003531-005

CUSTOMER NO: 7114784

CUSTOMER: Ms. Brenda K. Boyer  
MCKENNEY THOMSEN AND BURKE  
MCKENNEY THOMSEN AND BURKE  
One N. Charles St.  
Ste. 400  
Baltimore, MD 21201

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DIVISION OF CORPORATIONS  
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DOMESTIC FILING

NAME: EDELSON CHIROPRACTIC CLINIC,  
INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Robert Maxwell

EXAMINER'S INITIALS:

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DIVISION OF CORPORATIONS  
*g 10/21/98*

## **ARTICLES OF INCORPORATION**

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

### **ARTICLE I - NAME**

The name of the corporation shall be:

Edelson Chiropractic Clinic, Inc.

### **ARTICLE II - PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be: 9009 Seminole Boulevard, Suite 1, Seminole, Florida 33772.

### **ARTICLE III - SHARES**

The total number of shares of stock of all classes which the Corporation has authority to issue is Ten Thousand (10,000) shares of common stock of a par value of \$.01 per share, divided into Five Thousand (5,000) shares of Voting Common and Five Thousand (5,000) shares of Non-Voting Common Stock, amounting in the aggregate to One Hundred Dollars (\$100.00) par value.

All shares of both the Voting Common Stock and the Non-Voting Common Stock shall be identical in all respects and neither the Voting nor the Non-Voting Common Stock shall have any preferential rights with respect to dividends, redemption, liquidation, dissolution and any and all other distributions or any other rights of stockholders whatsoever, except that the holders of shares of the Corporation's Voting Common Stock shall have the sole right to vote on any and all matters requiring stockholder approval; the holders of the Non-Voting Common Stock shall have no right either to vote such shares whatsoever or to receive notice of meetings of the Corporation's stockholders, unless otherwise required by applicable law.

### **ARTICLE IV - INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and address of the initial registered agent is:

Corporation Service Company  
1201 Hays Street  
Tallahassee, Florida 32301

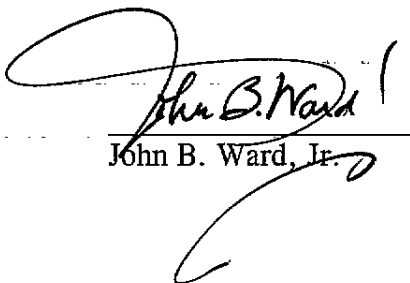
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## ARTICLE V - INCORPORATOR

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

John B. Ward, Jr.  
Suite 400  
One North Charles Street  
Baltimore, Maryland 21201

The undersigned incorporator has executed these Articles of Incorporation this 20<sup>th</sup>  
day of October, 1998.



John B. Ward, Jr.

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

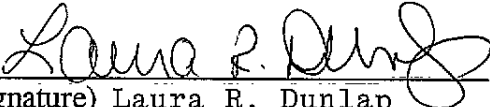
PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: Edelson Chiropractic Clinic, Inc.
2. The name and address of the registered agent and office is:

Corporation Service Company  
1201 Hays Street  
Tallahassee, Florida 32301

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*Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, 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.*

  
(Signature) Laura R. Dunlap

10-21-98  
(Date)

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314