

999000007452



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 111200 7136638

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : January 25, 1999

ORDER TIME : 2:30 PM

ORDER NO. : 111200-005

CUSTOMER NO: 7136638

CUSTOMER: Mark C. Katzef, Esq
MARK C. KATZEF, P.A.
MARK C. KATZEF, P.A.
No. 207
3801 Northeast 207th Street
Aventura, FL 33180

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JAN 25 PM 1:07

DOMESTIC FILING

NAME: RX GOLF OF THE PALM BEACHES,
INC.

EFFECTIVE DATE:

500002754125--4
-01/26/99--01001--005
*****78.75 *****78.75

XX ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
____ PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Cassandra Lamm

EXAMINER'S INITIALS:

99 JAN 25 PM 1:07

DIVISION OF CORPORATIONS

99 JAN 25 PM 3:13

RECEIVED

ARTICLES OF INCORPORATION

OF

RX GOLF OF THE PALM BEACHES, INC.

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THE UNDERSIGNED SUBSCRIBER to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I – NAME

The name of this Corporation shall be:

RX GOLF OF THE PALM BEACHES, INC.

ARTICLE II – NATURE OF BUSINESS

The nature of the business, and the objects or purposes to be transacted, promoted, or carried out on or by the corporation are as follows:

A. To provide exercise and fitness training to golf players utilizing the application of physical therapy and chiropractic principles; and

B. To engage in any lawful activity for which corporations may be organized under the laws of The State of Florida.

ARTICLE III – CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at one time shall be 1000 shares of common stock having \$1.00 par value each.

ARTICLE IV – INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and street address of the initial registered agent shall be:

Darryl M. Hurwitz, 398-H Golfview Rd., N. Palm Beach, FL 33408.

ARTICLE V – PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:
398-H Golfview Rd., N. Palm Beach, FL 33408.

ARTICLE VI – TERM OF EXISTENCE

The corporation is to have perpetual existence.

ARTICLE VII – INITIAL DIRECTORS AND OFFICERS

The names and addresses of the first Board of Directors and Officers of the corporation, who shall hold office until the next election of Directors and Officers shall takes place, are as follows:

President/Director: Darryl M. Hurwitz, 398-H Golfview Rd., N. Palm Beach, FL 33408.

Vice-President: Delmar L. Starks, 386 River Edge Rd., Jupiter, FL 33471.

Secretary: Delmar L. Starks, 386 River Edge Rd., Jupiter, FL 33471.

Treasurer: Delmar L. Starks, 386 River Edge Rd., Jupiter, FL 33471.

ARTICLE VIII – SPECIAL PROVISION

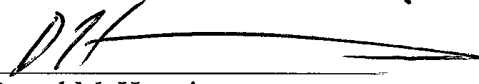
This corporation shall be organized to comply with the provisions of Subchapter S of the Internal Revenue Code, 26 U.S.C., et seq., and shall take all actions necessary to obtain and maintain its status as an S corporation as defined therein.

ARTICLE IX – INCORPORATOR

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

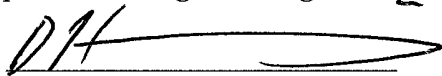
Darryl M. Hurwitz, 398-H Golfview Rd., N. Palm Beach, FL 33408.

IN WITNESS WHEREOF, the undersigned agent of the corporation has herewith
set his hand and seal on January 21, 1999.


Darryl M. Hurwitz

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF
INCORPORATION

*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.*


Darryl M. Hurwitz

Jan 21, 1999
Date

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