

TRANSMITTAL LETTER

P99000053911

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

100002901561--6
-06/11/99--01032--013
*****87.50 *****87.50

SUBJECT: ALTERNATIVE MEDICINE ALLIANCE CORPORATION
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00 Filing Fee
☐ \$78.75 Filing Fee & Certificate of Status

☐ \$78.75 Filing Fee & Certified Copy
☒ \$87.50 Filing Fee, Certified Copy & Certificate of Status

ADDITIONAL COPY REQUIRED

FROM: CHARLES J. JACOBSON, INCORPORATOR
Name (Printed or typed)

2323 CURLEW ROAD, SUITE 7E

Address

PALM HARBOR, FLORIDA 34683

City, State & Zip

(727) 785-9800 or (800) 408-6468

Daytime Telephone number

FILED
99 JUN 11 PM 4:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NOTE: Please provide the original and one copy of the articles.

ajc
6/14

**ARTICLES OF INCORPORATION
OF
ALTERNATIVE MEDICINE ALLIANCE CORPORATION**

ARTICLE I - NAME

The name of the corporation is ALTERNATIVE MEDICINE ALLIANCE CORPORATION. The principal place of business is 2323 Curlew Road, Suite 7E, Palm Harbor, Florida 34683.

ARTICLE II - DURATION

This for-profit Corporation shall exist for a perpetual period.

ARTICLE III - PURPOSE

The purpose of this Corporation is to engage in any activities or business permitted under the laws of the United States and Florida. The corporation plans to establish an alternative medicine provider network with the primary focus to provide utilization review/management, administrative and contracting services to managed care organizations.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares which this Corporation is authorized to have outstanding at any time is 1,000,000 shares of common stock, having a par value of \$.01 per share.

**ARTICLE V - PREFERENCES, LIMITATIONS AND
RELATIVE RIGHTS OF SHARES OF CAPITAL STOCK**

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

ARTICLE VI - RESTRICTIONS ON TRANSFER OF STOCK

Shares held by the initial shareholders may not be resold or otherwise transferred to other persons unless such shares are first offered to the remaining shareholders or to this Corporation. The price and terms at which, and the time within which, such may be offered and sold shall be further specified by written agreement among all of the shareholders and this Corporation.

99 JUN 11 PM 4:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

ARTICLE VII - SHAREHOLDERS MEETING REQUIRED

Any action of the shareholders of the Corporation may be taken at a meeting, or written action in lieu of a meeting, of shareholders of this Corporation, duly called as provided by law.

ARTICLE VIII - BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the shareholders.

ARTICLE IX - 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.

ARTICLE X - INITIAL BOARD OF DIRECTORS

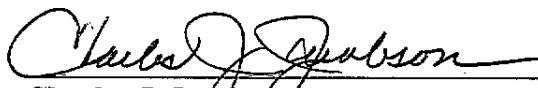
The initial Board of Directors shall consist of five (5) members. The number of directors may be increased or decreased from time to time by vote of the shareholders, but in no case shall the number of directors be less than three (3). The names and addresses of the officers/directors constituting the initial Board of Directors are:

<u>Name</u>	<u>Address</u>
Greg Hollstrom, D.C., President/Director	11444 Seminole Boulevard Largo, Florida 33778
Roderick Jones, D.C., Vice President/Director	5500 Ninth Street North St. Petersburg, Florida 33703
Charles J. Jacobson, M.D., Secretary-Treasurer/Director	2323 Curlew Road, Suite 7E Palm Harbor, Florida 34683
Kathy Hollstrom, Director	11444 Seminole Boulevard Largo, Florida 33778
Dennis Jones, D.C., Director	5500 Ninth Street North St. Petersburg, Florida 33703

**ARTICLE XI - INITIAL REGISTERED OFFICE AND AGENT AND PRINCIPAL
OFFICE ADDRESS**

The initial registered office of this Corporation shall be 2323 Curlew Road, Suite 7E, Palm Harbor, Florida 34683, and the initial registered agent of this Corporation at such office shall be **Charles J. Jacobson**, who upon accepting this designation agrees to comply with the provisions of Section 48.091, Florida Statutes, as amended from time to time, with respect to keeping an office open for service of process.

AGENCY ACCEPTED:

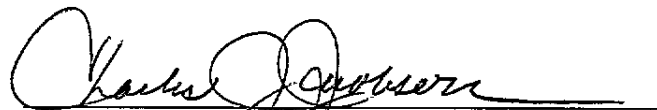

Charles J. Jacobson

ARTICLE XII - INCORPORATOR

The name and street address of the person signing these Articles of Incorporation is:

Name
Charles J. Jacobson

Address
2323 Curlew Road, Suite 7E
Palm Harbor, Florida 34683


Charles J. Jacobson, Incorporator

FILED
99 JUN 11 PM 4:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA
COUNTY OF PINELLAS

The foregoing Articles of Incorporation of ALTERNATIVE MEDICINE ALLIANCE CORPORATION were acknowledged before me this 7th day of June, 1999, by Charles J. Jacobson, Incorporator.

Sharon M. Gray
Notary Public

My Commission Expires:

