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MARILYN MAYDEN

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
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ATTORNEY AT LAW

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P.O. BOX 4302
OCALA, FL 34478

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EFFECTIVE DATE

01/01/00

December 10, 1999

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*****70.00 *****70.00

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

Re: Filing Articles of Incorporation of LYNNE C. SHEPPARD, AP, Dipl. Ac., P.A.,
Registered Agent & Acceptance

Dear Sir or Madam:

Enclosed for filing is an original and one copy of the Articles of Incorporation which includes designation of registered agent, and Acceptance of Registered Agent, for a Florida Professional Service Corporation.

Please provide me with a file stamped copy.

A check for \$70.00 is enclosed. This represents payment for:

Filing Articles of Incorporation \$35.00
Filing Designation & Acceptance \$35.00

If for any reason the above cannot be processed, please notify me immediately. You may call me collect at the above number. Please send all correspondence to my P.O. address above. Thank you for your assistance.

Yours truly,



MARILYN MAYDEN

Enclosures

PH
12/16/99

ARTICLES OF INCORPORATION OF
LYNNE C. SHEPPARD, AP, Dipl. Ac., P.A.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator of these articles of incorporation, being duly licensed to practice acupuncture under the laws of the state of Florida, adopts these articles to form a corporation under the Professional Service Corporation and Limited Liability Company Act, F.S. Chapter 621, and other laws of the state of Florida.

ARTICLE I. NAME

EFFECTIVE DATE

01/01/00

The name of the professional service corporation is LYNNE C. SHEPPARD, AP, Dipl. Ac., P.A.

ARTICLE II. PRINCIPAL OFFICE

The principal office and mailing address of this corporation is 10252 S. US Highway 441, Suite B6, Belleview, FL 34420.

ARTICLE III. TERM OF EXISTENCE

The professional service corporation shall have perpetual existence starting on January 1, 2000.

ARTICLE IV. CAPITAL STOCK

The capital stock of the professional service corporation shall be 1000 shares of common stock having a par value of \$1.00 (One and no/100 Dollars) per share. None of the shares of the professional service corporation may be issued to anyone other than an individual duly licensed to practice acupuncture in the state of Florida.

ARTICLE V. REGISTERED OFFICE AND AGENT

The address of the initial registered office of this professional service corporation is 10252 S. US Highway 441, Suite B6, Belleview, FL 34420. The name of the initial registered agent at that address is LYNNE C. SHEPPARD.

ARTICLE VI. MANAGEMENT BY SHAREHOLDERS

The business of the corporation shall be managed by the shareholders of the corporation, rather than by a board of directors, the corporation having thirty five or fewer shareholders.

ARTICLE VII. OFFICERS

The name and post office address of the President and Treasurer and Secretary, each to hold office for the first year of existence of the corporation and until his(her)(their) successors are elected or appointed and have qualified is(are):President/Treasurer/Secretary: LYNNE C. SHEPPARD, 4160 S.E. 150th Street, Summerfield, FL 34491.

ARTICLE VIII. INCORPORATOR

The name and address of the person signing these articles of incorporation as incorporator is: LYNNE C. SHEPPARD 4160 S.E. 150th Street, Summerfield, FL 34491.

ARTICLE IX. RESTRAINT ON ALIENATION OF SHARES

The shareholders of the professional service corporation shall have the power to include in the bylaws, or by separate agreement adopted by a majority of the shareholders of the professional service corporation, any regulatory or restrictive provisions regarding the proposed sale, transfer, or other disposition of any of the outstanding stock of the professional service corporation by any of its shareholders, or in the event of the death of any of its shareholders. The manner and form, as well as the relevant terms, conditions, and details, of the disposition shall be determined by the shareholders of the professional service corporation, provided, however, that such regulatory or restrictive provisions shall not affect the rights of third parties without actual notice of the provisions unless the existence of the provisions is plainly noted on the certificate evidencing the ownership of such stock. No shareholder of the professional service corporation may sell or transfer stock in the corporation except to another individual who is eligible to be a shareholder of the professional service corporation, and the sale or transfer may be made only after it has been approved at a shareholder meeting especially called for that purpose. If any shareholder becomes legally disqualified to practice acupuncture in the state of Florida, is elected to a public office, or accepts employment that places restrictions or limitations on the continuous rendering of such professional services, that shareholder's shares of stock shall immediately become subject to purchase by the professional service corporation in accordance with the bylaws adopted by the shareholders.


ARTICLE X. PREEMPTIVE RIGHTS

Shareholders shall be granted full preemptive rights.


ARTICLE XI. AMENDMENT

The corporation reserves the right to amend or repeal any provisions in these articles of incorporation in the manner provided by law. Any right conferred on the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator executed these articles of incorporation on 6 December, 1999.


LYNNE C. SHEPPARD, Incorporator

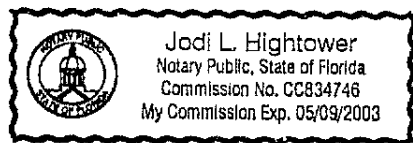
Sworn to and subscribed before me this Dec. 6th, 1999, by LYNNE C. SHEPPARD.


Notary Public, State of Florida
Jodi L. Hightower
(name, typed or printed)

Personally Known
OR Produced Identification _____

Type of Identification Produced _____

(Seal)



ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as statutory registered agent for LYNNE C. SHEPPARD, A.P., Dipl. Ac., P.A., a Florida Professional Service Corporation, in the forgoing Articles of Incorporation, I hereby agree to act in that capacity, and, on behalf of the Corporation, to accept service of process for the Corporation and to comply with any and all statutes relative to the complete and proper performance of the duties of registered agent.


LYNNE C. SHEPPARD

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TALLAHASSEE, FLORIDA