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ACCT#: 075350000085

CONTACT: MIKE GIEHL

PHONE: (954)525-7500

FAX #: (954)761-8475

NAME: MICHAEL E. BACH, D.C., PA AUDIT NUMBER......H97000016172

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AMENDED AND RESTATED ARTICLES OF INCORPORATION OF MICHAEL E. BACH, D.C., P A

THE UNDERSIGNED, as President of Michael E. Bach, D.C., P A, a Florida professional association ("Corporation"), hereby adopts the following Amended and Restated Articles of Incorporation for the Corporation which amend and restate the original articles of incorporation (the "Original Articles") for the Corporation filed with the Florida Secretary of State on March 27, 1992 under Charter No. V24341.

NOW, THEREFORE, the Original Articles are hereby amended and restated as follows:

ARTICLE I NAME

The name of this Corporation is:

BACH HOLDINGS, INC.

ARTICLE II PURPOSE

This Corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under the Florida Business Corporation Act.



This Corporation is authorized to issue Ten Thousand (10,000) shares of One Dollar (\$1.00) par value common stock.

Prepared by:

Matthew Zifrony, Esq. fisr No. 0885487 Tripp, Scott, Conklin & Smith P.O. Box 14245 I. Landerdek, Fl. 33302 (303525-7500

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ARTICLE IV PRINCIPAL OFFICE/MAILING ADDRESS OF CORPORATION

The principal office and mailing address of this corporation is:

4959 Coconut Creek Parkway Coconut Creek, Florida 33063

These Amended and Restated Articles of Incorporation were adopted by unanimous consent of all the Directors and all the shareholders of this Corporation effective as of the 27th day of September, 1997.

IN WITNESS WHEREOF, the undersigned President has executed these Amended and Restated Articles of Incorporation this 29th day of September, 1997.

Michael E. Bach, President

Prepared by:

Matthow Ziftony, Esq. Har No. 0885487 Tripp, Scott, Conklin & Smith P.O. Box 14245 Ft. Lauderdale, Fl. 33302 (305)525-7500

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