

Filing and License Fee: \$230.00 minimum

ID Number:

161635



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Corporations Division
148 W. River Street
Providence, Rhode Island 02904-2615

2007 FEB -5 AM 8:37



PROFESSIONAL SERVICE CORPORATION

ARTICLES OF INCORPORATION

The undersigned acting as incorporator(s) of a professional service corporation under Chapters 7-5.1 and 7-1.2 of the General Laws of Rhode Island, 1956, as amended, adopt(s) the following Articles of Incorporation for such corporation:

1. The name of the corporation is Herbert Curtis, Jr., DC, Inc.

(This is a close corporation pursuant to § 7-1.2-1701 of the General Laws, 1956, as amended.) (Strike if inapplicable.)

2. The profession to be practiced through the professional service corporation is chiropractic

3. The total number of shares which the corporation has authority to issue is:

(a) If only one class: Total number of shares 600 no par

or

(b) If more than one class: Total number of shares of each class _____

A statement of all or any of the designations and the powers, preferences, and rights, including voting rights, and the qualifications, limitations, or restrictions of them, which are permitted by the provisions of Chapter 7-1.2 of the General Laws, 1956, as amended, in respect of any class or classes of shares of the corporation and the fixing of which by the articles of association is desired, and an express grant of the authority as it may then be desired to grant to the board of directors to fix by vote or votes any of them that may be desired but which is not fixed by the articles:

4. The address of the initial registered office of the corporation is 155 South Main Street

(Street Address, not P.O. Box)

Providence

, RI 02902

and the name of its initial registered agent

(City/Town)

(Zip Code)

at such address is Andrew M. Gilstein, Esq.

(Name of Agent)

5. The corporation shall have perpetual existence until dissolved or terminated in accordance with Chapter 7-1.2.

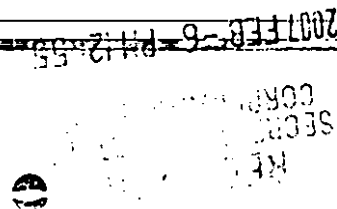
6. Unless otherwise stated all authorized shares are deemed to have a nominal or par value of \$0.01 per share.

FILED

FEB 06 2007

By

15766



7. Additional provisions, if any, not inconsistent with Chapter 7-1.2 which the incorporators elect to have set forth in these Articles of Incorporation:

See attached

8. The name and address of each incorporator is:

Name

Address

Andrew M. Gilstein, Esq., 155 South Main Street, Providence, RI 02903

9. These Articles of Incorporation shall be effective upon filing unless a specified date is provided which shall be no later than the 90th day after the date of this filing

Under penalty of perjury, I/we declare and affirm that I/we have examined these Articles of Incorporation, including any accompanying attachments, and that all statements contained herein are true and correct.

Date: February 2, 2007

Andrew M. Gilstein

Signature of each Incorporator

5. Provisions dealing with the preemptive rights of shareholders pursuant to §7-1.1-24 of the General Laws, 1956, as amended:

No holder of any shares of Common stock of this Corporation shall transfer any such stock without first offering this Corporation the opportunity to purchase said shares at the lowest price at which he is willing to dispose of the same. Said offer shall be in writing and shall include a true statement of the names and addresses of the transferee or transferees to whom said stockholder intends to transfer his shares if his said offer is not accepted by the Corporation as hereinafter provided. Said offer and statement shall be addressed and delivered to the Secretary of the Corporation (or in case the stockholder making such offer be the Secretary, then to the President) and the Secretary or the President, as the case may be, shall thereupon call or cause to be called a special meeting of the Board of Directors, or if no Board of Directors, then of the stockholders of the Corporation, to be held within twenty (20) days after the receipt of said offer for the purpose of taking action with respect to the same. This Corporation, through its Board of Directors, or if no Board of Directors, then its stockholders, shall have ten (10) days after the time fixed for the holding of such special meeting of the Board of Directors, or if no Board of Directors, then of the stockholders, to accept or reject said offer, and until action thereof shall be taken or until the expiration of said ten (10) days, whichever shall first occur, no transfer of any of said shares shall be made by the stockholder submitting the offer. If, however, the Corporation shall reject said offer, or if no action shall be taken by the Board of Directors, or if no Board of Directors, then by the stockholders, prior to the expiration of said ten (10) days, said stockholder shall then offer said shares to the other Common stockholders of the Corporation, such offer to such stockholders to be in proportion to their respective existing Common stockholdings in the Corporation. Said stockholders shall have ten (10) days from the receipt of the written offer from the stockholder proposing to sell his shares to accept or reject said offer and to pay the purchase price of said shares to the selling stockholder. If any one or more of said stockholders shall not elect to purchase his or her proportionate part of the shares contained in said offer, then the remaining Common stockholders shall have the right to purchase said shares in proportion to their respective individual Common shareholdings in the Corporation, with the end in view that no transfer of any shares of the Common stock of this Corporation shall be made to any person who is not a Common stockholder, unless either the Corporation itself or the Common stockholders shall have the opportunity to purchase the shares which it is desired to sell. If neither the Corporation nor the stockholders shall purchase said shares, then the stockholder who intends to transfer his shares may transfer said shares to any person within three (3) months after the rejection to sell said shares to the Corporation or the other stockholders as the case may be. No future offer to transfer said shares shall be made by any such stockholder without again complying with the provisions hereof. All transfers of the Common stock of this Corporation (except transfers upon the death of a stockholder from his estate to his next of kin or to the legatee or legatees named in his will or transfers by a gift inter vivos to any member of the stockholder's family) are intended to be included in the prohibitions of this paragraph, including but without limiting the generality of the foregoing, a transfer by virtue of a pledge, attachment or other encumbrance. Any transfer contrary to the foregoing provisions shall be void. The Corporation, by resolution of its Board of Directors, or if no Board of Directors, then of the stockholders, adopted at a meeting of such Directors, or if no Directors, then of the stockholders, duly held for that purpose, may waive the provision hereof with respect to any particular transfer.



NCMIC INSURANCE COMPANY
14001 UNIVERSITY AVENUE
CLIVE, IA 50325-8258
800-247-8043

PROFESSIONAL LIABILITY DECLARATIONS
Chiropractic Malpractice - Occurrence

Policy #: MP00918838

Policy Period: From 02/06/2006 to 02/06/2007 12:01am

Local Time at the address of the Named Insured

Reason for new Declaration:
Corporation Add

Mailing Address: Herbert I Curtis DC
29 Cattail Lane
N Kingstown RI 02852

Change effective as of 02/01/2007

Pro Rated Premium increase of \$0.66

Person/Entity Insured:	Limits of Liability Per Medical Incident/Policy Aggregate	Annual Premium
Herbert I Curtis DC	1,000,000/3,000,000	959.00
Discounts:		
4th Yr License		-144.00
		815.00
Hurbert Curtis Jr DC Inc		959.00
Discounts:		
Professional Partnership, Association or Corporation with Shared Limits of Liability (Form #03-2002 06/2005)		-911.00
		48.00

State Mandatory Endorsements Made Part of This Policy

Pool Exclusion (Occurrence) (Form #03-2022 09/2003)

Rhode Island Cancellation Provision Endorsement (Form #40-2000 07/1999)

Rhode Island Interest on Judgment Endorsement (Form #40-2001 07/1999)

New App Fee 0.00
Taxes 0.00

Annual Premium 863.00
THIS IS NOT A BILL

THIS IS YOUR DECLARATIONS PAGE. PLEASE KEEP FOR YOUR RECORDS.

THIS IS NOT A BILL.

Issued 02/05/2007 at Clive, IA
Form MP2003 08/2003

- Insured Copy -

Form U023.04/99
MBLUE - Client



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14001 UNIVERSITY AVENUE
CLIVE, IA 50325-8258
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N Kingstown RI 02852

Reason for new Declaration:
Corporation Add

Proof of Insurance has been provided to the following Certificate Holders:

ACN NY - PO BOX 5005, KINGSTON, NY 12402

THIS IS YOUR DECLARATIONS PAGE. PLEASE KEEP FOR YOUR RECORDS.

THIS IS NOT A BILL.

Issued 02/05/2007 at Clive, IA

- Insured Copy -

Form: U023 04/99

Form: MP2003 06/2003

MBLUE - Client