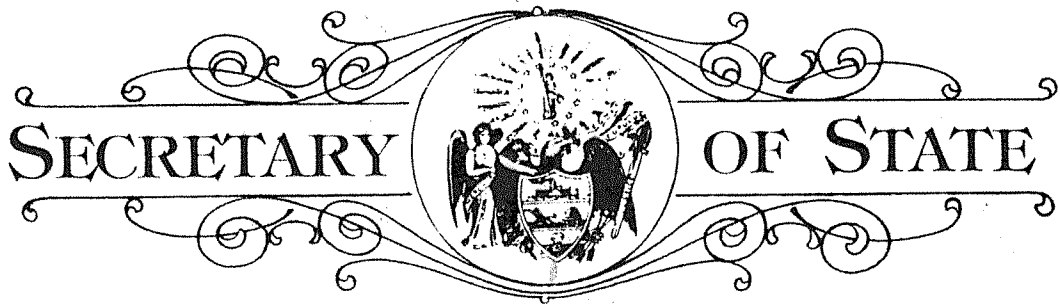


STATE OF ARKANSAS



W. J. "Bill" McCuen
Secretary of State

CERTIFICATE OF INCORPORATION OF DOMESTIC
NON-PROFIT CORPORATION

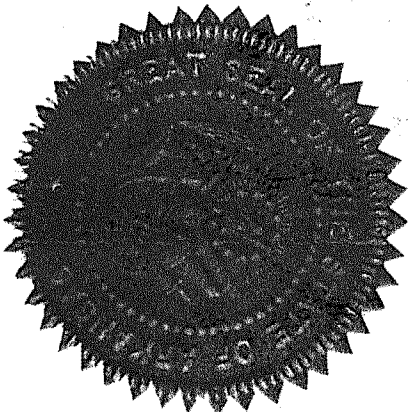
*I, Bill McCuen, Secretary of State of the State of
Arkansas, do hereby certify that*

ARKANSAS CHIROPRACTIC EDUCATION SOCIETY

*has filed in the office of the Secretary of State, a duly certified copy of its
Articles of Association in compliance with the provisions of the law, with
their petition for incorporation under the name or style of*

ARKANSAS CHIROPRACTIC EDUCATION SOCIETY

*they are therefore hereby declared a body politic and corporate, by the
name and style aforesaid, with all the powers, privileges and immunities
granted in the law thereunto appertaining.*



*In Testimony Whereof, I have herewith
set my hand and affixed my official Seal.
Done at office in the City of Little Rock,
this 19TH day of JULY 19 94*

Bill McCuen

Secretary of State

ARTICLES OF INCORPORATION FILED
CORPORATIONS DIVISION

of

NO. _____

ARKANSAS CHIROPRACTIC EDUCATION SOCIETY

The undersigned natural persons over the age of 21 years, have this day and by these presents formed a non-profit corporation under and pursuant to the laws of the State of Arkansas and in evidence thereof do hereby execute the following Articles of Incorporation:

- APR 19 1916
W. J. "BILL" MC GUEN
SECRETARY OF STATE
STATE OF ARKANSAS
BY *[Signature]*
- FIRST: The name of the corporation is:
ARKANSAS CHIROPRACTIC EDUCATION SOCIETY
- SECOND: The period of duration of this corporation is perpetual.
- THIRD: The purpose for which this corporation is formed is to encourage, foster and advance the scientific development of Chiropractic in Arkansas; to educate the public as to the premise, practice and benefit of chiropractic health care and to serve as an advocate for the right of patients to utilize physicians of their choice; to conduct or provide for, at reasonable costs, advanced professional educational opportunities for chiropractic physicians within the State of Arkansas, through seminars, educational meetings or other continuing educational programs; to provide a professional society incorporating comprehensive concepts of the role of chiropractic physicians in health care; to avoid direct political involvement, except when necessary to defend the comprehensive scope of chiropractic practice; to encourage members of support political issues or candidates on an individual basis; to promote professional comradeship and to cooperate with and encourage participation in other professional chiropractic associations both State and National; to develop a contemporary professional Code of Ethics to guide members in their daily professional lives.
- FOURTH: The provisions for the regulation of the internal affairs of this corporation are as follows: A Board of Directors, consisting initially of at least six persons, shall manage the internal affairs of this corporation until such time as the By-laws provide otherwise. The officers of the corporation shall be elected by the Board of Directors and shall be President, Vice President, Secretary and Treasurer.
- FIFTH: No part of the net earnings of the corporation shall inure to the benefit of or be distributable to its members, directors, officers or other such private person, except for the reasonable compensation for services rendered and to make payments and distributions in the furtherance of the purposes of the corporation. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation and the corporation shall not participate in or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry

on any other activities not permitted to be carried on by (a) a corporation exempted from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 or corresponding provision of any future United States Internal Revenue Law; or (b) a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law.

- SIXTH: Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provisions for the payment of all of the liabilities of the corporation, dispose of all the assets of the corporation exclusively for the purposes of the corporation in such a manner, or to such charitable, educational, religious, literary, or scientific purposes and shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding provision of any future United States Internal Revenue Law, as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the Chancery Court of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine which are organized and operated exclusively for such purposes.
- SEVENTH: This corporation will have members who must be Doctors of Chiropractic, licensed in the State of Arkansas.
- EIGHTH: The registered office of this corporation shall be located at 2641 Rogers Street, Fort Smith, AR 72901.
- NINTH: The registered agent of this corporation is Dr. Conrad Kaelin, whose address is 2641 Rogers Street, Fort Smith, AR 72901.
- TENTH: The number of directors constituting the initial Board of Directors is six and they will serve as directors until the first annual meeting or until their successors are elected and qualified as set out in the By-laws.
- ELEVENTH: The name and address of the incorporators are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Dr. Arlis Conner	501 North Willow St. Harrison, AR 72601
Dr. Conrad Kaelin	2641 Rogers Street Fort Smith, AR 72901
Dr. John Bomar	204 North 26th Street Arkadelphia, AR 71923
Dr. Edward W. Doss, Jr.	721 South Main Street Stuttgart, AR 72160
Dr. John W. Baines	303 East Center Street Searcy, Arkansas 72143
Dr. H. George Perkins	624 South Main Street Jonesboro, AR 72401

DATED: JULY 16, 1994

SIGNATURE OF INCORPORATORS

Charles C. ...
General for ...
John Brown D.C.

Edward W. Doss, Jr. D.C.
John B. ...
H. George Perkins, M.D.