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ARTICLES OF ORGANIZATION
OF
MODERN CHIROPRACTIC,
A LIMITED LIABILITY COMPANY

The undersigned, acting as the organizers of the limited liability company under the Alabama Limited Liability Company Act (the "Act"), hereby adopt the following Articles of Organization for Modern Chiropractic, A LIMITED LIABILITY COMPANY.

ARTICLE ONE
Name

The name of the Company is Modern Chiropractic, LLC (the Company).

ARTICLE TWO
Duration

The Company shall continue in existence until it is dissolved in accordance with the provisions of the operating agreement, or, if there is no operating agreement or no provision in the operating agreement governing the duration of the Company, then in accordance with the Alabama Limited Liability Company Act.

ARTICLE THREE
Purposes

The purposes for which the Company is formed are as follows:

A) to administer and practice chiropractic medicine in the treatment of physical conditions, diseases, ailments and injuries, and to provide any and all related services thereto;

B) to purchase and sell, on the company's behalf or as the agent, representative or designee of any other person, firm, corporation or entity, products, devices and services related to the practice of chiropractic medicine;

C) to purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use and otherwise deal in or with, real or personal property or any interest therein, wherever situated, and to sell, convey, mortgage, pledge, lease, exchange, transfer and/or otherwise dispose of real or personal property, or any interest therein;

D) to purchase. take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend pledge or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, corporation, associations, partnerships, limited liability companies, individuals, or direct or indirect obligations of governmental entities or of any instrumentality thereof;

E) to engage in any other lawful act or activity for which professional limited liability companies may be organized pursuant to the Act.

ARTICLE FOUR
Registered Office; Registered Agent.

The mailing address of the initial registered office is 105 Seams Way Alabaster, Alabama and the name of the initial registered agent of the Company at such address is Dr. Matthew Talley.

ARTICLE FIVE
Initial Members

The name and address of the Initial Members of the Company are:

Dr. Matthew Talley
105 Seams Way
Alabaster, Alabama 35007

ARTICLE SIX
Admission of Additional Members

The initial members of the Company may admit additional members at such times and upon such terms and conditions as may be mutually agreed by the Company and the additional members, pursuant to the provisions of the operating agreement.

ARTICLE SEVEN
Cessation of Membership

The cessation of membership of one or more members will not result in the dissolution of the Company.

ARTICLE EIGHT
Manager

The manager(s) of the Company shall have the power to manage the business and affairs of the Company as provided in the Operating Agreement of the Company. The name and address of the manager of the Company, and who shall serve until his successor(s) is/are elected and begin serving is Dr. Matthew Talley.

ARTICLE NINE

No Liability of Members

The members of the Company shall have no liability for any debt, obligation, or liability of the Company, as provided in the Act.

ARTICLE TEN

Amendments

These Articles of Organization may be amended at any time, and from time-to-time, in any and as many respects as may be necessary or desirable, upon the affirmative vote of all the outstanding interest entitled to vote thereon.

ARTICLE ELEVEN

Operating Agreement

The members are authorized to adopt and provide in the Operating Agreement, or in separate agreement between the members, provisions restricting the sale, transfer or alienation of shares of interest, and provisions for the purchase by the members or redemption by the Company.

The Operating Agreement may, with respect to any rights to vote, set forth provisions relating to notice of the time, place, or purpose of any meeting at which any matter is to be voted on by any members or managers or class or group of members or managers, waiver of such notice, action by consent without a meeting, establishment of a record date, quorum requirements, voting in person or by proxy, or any other matter with respect to the exercise of any such right to vote.

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EXECUTION AND DATE

These Articles of Organization are executed by and on behalf of the initial members as of the 24th day of September, 2012.

Dr. Matthew Talley, Initial Member

STATE OF ALABAMA)

COUNTY OF Coffee **)**

I, the undersigned notary public, hereby certify that DR. MATTHEW TALLEY, whose name is signed to the foregoing Articles of Organization and who are known to me, acknowledged before me on this day that, being informed of the contents of this instrument, they executed the same voluntarily on the day the same bears date.

Given under my hand this 24th day of September, 2012.

Rachel P. Wilson

NOTARY PUBLIC STATE OF ALABAMA AT LARGE
MY COMMISSION EXPIRES: Mar 14, 2015
BONDED THRU NOTARY PUBLIC UNDERWRITERS

NOTARY PUBLIC

My commission expires: ________________

This instrument prepared by:
LeRonne Riddick-Seals, Esq.
RiddickSeals Legal Group, PLLC
Post Office Box 361565
Birmingham, Alabama 35236
(p): 205.545.8573
(f): 205.623.1297

Beth Chapman
Secretary of State

P. O. Box 5616
Montgomery, AL 36103-5616

STATE OF ALABAMA

I, Beth Chapman, Secretary of State of Alabama, having custody of the Great and Principal Seal of said State, do hereby certify that

pursuant to the provisions of Title 10A, Chapter 1, Article 5, *Code of Alabama 1975*, and upon an examination of the entity records on file in this office, the following entity name is reserved as available:

Modern Chiropractic, LLC

This domestic limited liability company is proposed to be formed in Alabama and is for the exclusive use of RiddickSeals Legal Group, PLLC, PO Box 361565, Birmingham, AL 35236 for a period of one hundred twenty days beginning January 19, 2013 and expiring May 20, 2013.

In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State, at the Capitol, in the city of Montgomery, on this day.

ALABAMA GREAT SEAL

January 19, 2013

Date

Beth Chapman

618-989

Beth Chapman **Secretary of State**