

Division of Corporations

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FLORIDA LIMITED LIABILITY CO.
Pinnacle Endodontics, Periodontics, and Implants, PL

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May 6, 2019

FLORIDA DEPARTMENT OF STATE
Division of Corporations

FISHER, TOUSEY, LEAS & BALL

SUBJECT: PINNACLE ENDODONTICS, PERIODONTICS, AND IMPLANTS, PLLC
REF: W19000043672

We have received your document for PINNACLE ENDODONTICS, PERIODONTICS, AND IMPLANTS, PLLC and your check(s) totaling \$. However, the enclosed document has not been filed and is being returned for the following correction(s):

Effective January 1, 2014, all limited liability company forms must be submitted in accordance with the Revised Limited Liability Company Act, Chapter 605, Florida Statutes.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6052.

Jessica A Fason
Regulatory Specialist II

FAX Aud. #: H19000148278
Letter Number: 519A00009031

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ARTICLES OF ORGANIZATION
of
PINNACLE ENDODONTICS, PERIODONTICS, AND IMPLANTS, PLLC

The undersigned, as the authorized representative of a dentist duly licensed to render professional services as such in the State of Florida, hereby makes, subscribes, acknowledges and files these Articles of Organization to form a professional limited liability company in accordance with the Professional Service Corporation and Revised Limited Liability Company Act and other laws of the State of Florida.

ARTICLE I
NAME

The name of the professional limited liability company shall be Pinnacle Endodontics, Periodontics, and Implants, PLLC (the "*Company*").

ARTICLE II
PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office of the Company is located at, and its mailing address is, 6150 Metrowest Boulevard, Suite 301, Orlando, Florida 32835.

ARTICLE III
DURATION

This Company shall exist perpetually. Existence shall commence on the date these Articles are executed and acknowledged, except that if they are not filed by the Department of State of the State of Florida within five (5) business days thereafter, existence shall commence upon filing by the Department of State.

ARTICLE IV
BUSINESS, OBJECTS OR PURPOSES

The general nature of the business to be transacted by this Company, or the objects or purposes of the Company, shall be as follows:

- (a) to engage in every aspect in the practice of dentistry and all its fields of specializations as are usually engaged in by dentists;
- (b) to engage and render the professional services involved only through its officers, agents and employees who shall be dentists in good standing and duly licensed or otherwise legally authorized within the State of Florida to render the same professional service as this Company;

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(c) to invest its funds in real estate, mortgages, stocks, bonds or any other type of investments and to own real and personal property necessary for the rendering of the above-described professional services; and

(d) to do all and everything necessary and proper for the accomplishment of any of the purposes or the attaining of any of the objects or the furtherance of any of the purposes enumerated in these Articles of Organization or any amendments thereof, and either alone or in association with other corporations, firms or individuals, to carry on any lawful pursuit necessary or incidental to the accomplishment of the purposes and objects of this Company.

The foregoing enumeration of objects and purposes shall not be held to limit or restrict in any manner the purposes of this Company otherwise permitted by law.

ARTICLE V REGISTERED OFFICE AND AGENT

The initial name and street address of the registered agent in the State of Florida are: Fisher, Tousey, Leas & Ball, P.A., 501 Riverside Avenue, Suite 600, Jacksonville, Florida 32202.

ARTICLE VI ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the Company only upon the unanimous consent of all the members.

ARTICLE VII ADMISSION OF MEMBERS

No additional members shall be admitted to the Company except with the unanimous written consent of the members of the Company. Each member must be duly licensed or otherwise legally authorized to practice dentistry in the State of Florida. Pursuant to Section 605.0301, Florida Statutes, no member of the Company shall be an agent of the Company solely by virtue of being a member, and no member shall have the authority to bind the Company solely by virtue of being a member.

ARTICLE VIII TERMINATION OF EXISTENCE

The Company shall not be dissolved upon the occurrence of any event that terminates the continued membership of a member in the Company, provided there is at least one remaining member. The Company shall be terminated and dissolved upon the consent of all of the members.

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**ARTICLE IX
MANAGER**

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(a) Number and Qualification. The Company shall be managed by one or more managers and is, therefore, a manager-managed company. Each of the managers shall be of full age and shall be duly licensed or otherwise legally authorized to practice dentistry in the State of Florida. The managers shall be elected in the manner set forth in the Operating Agreement. The managers shall hold the offices and have the responsibilities accorded to them by the members as set out in the Operating Agreement.

(b) Initial Manager. The initial manager and address of the manager of the Company shall be: Embree Alan Dowling, 6150 Metrowest Boulevard, Suite 301, Orlando, Florida 32835.

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IN WITNESS WHEREOF, the undersigned authorized representative of a member has made and subscribed these Articles of Organization for the foregoing uses and purposes this 3rd day of May, 2019.



Marvin C. Kloeppel, as Authorized Representative

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REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Florida Statutes, Pinnacle Endodontics, Periodontics, and Implants, PLLC, a Florida professional limited liability company (the "*Company*"), submits the following statement in designating the registered office/registered agent, in the State of Florida:

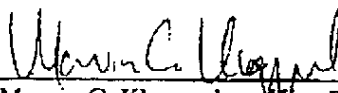
1. The name of the Company is: Pinnacle Endodontics, Periodontics, and Implants, PLLC.
2. The name and address of the registered agent and office are: Fisher, Tousey, Leas & Ball, P.A., 501 Riverside Avenue, Suite 600, Jacksonville, Florida 32202.

ACKNOWLEDGMENT:

Having been named as registered agent and to accept service of process for the Company at the place designated in this Certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent, as provided for in the Professional Service Corporation and Revised Limited Liability Company Act of the Florida Statutes.

DATED: This 3rd day of May, 2019.

Fisher, Tousey, Leas & Ball, P.A.,
a Florida professional corporation,
as Registered Agent

By: 
Marvin C. Kloeppel, as Vice President