

ACCOUNT NO. : 072100000032 REFERENCE: 678146 9964A Patricia Part AUTHORIZATION : COST LIMIT : 9 | 22.50 ORDER DATE: September 11, 1995 ORDER TIME : 4:39 PM 4000001582784 ORDER NO. : 678146 9964 CUSTONER NO: CUSTOMER: Meliama Hansen, Legal Asst SHUMAKER LOOP & KENDRICK Bornett Plaza, Suite 2500 101 East Kennedy Boulevard Tampa, FL 33602 DOMESTIC FILING NAME: ADAM DIASTI, P.A.

ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP	
PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:	
X CERTIFIED COPY PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING	7

CONTACT PERSON: Gail L. Shelby

EXAMINER'S INITIALS:

T. BROWN SEP 1 3 1995

# ARTICLES OF INCORPORATION OF ADAM DIASTI, P.A.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract and legally authorize to practice the profession of dentistry in the State of Florida, hereby proceeds to form a professional corporation in accordance with the Florida Professional Service Corporation Act, and hereby adopts the following Articles of Incorporation for such corporation:

#### ARTICLE I. NAME

The name of this corporation is ADAM DIASTI, P.A.

# ARTICLE II. PURPOSE AND NATURE OF BUSINESS

The purpose of the Corporation and the nature of its business are as follows:

- To engage in the practice of dentistry as a professional service corporation and to provide services jucident therein.
- 2. To own property, enter into contracts and carry on any activity necessary or incidental to the accomplishment or furtherance of the purpose of this Corporation.
- The services of this Corporation which consist of the practice of dentistry shall be carried
  out only through officers, employees and agents who are licensed in Florida to render the service of
  dentistry.
- 4. To do everything necessary, proper or convenient for the accomplishment of any of the purposes herein set forth, and to do every other act incidental thereto which is not forbidden by the Laws of the State of Florida or by the provisions of these Articles of Incorporation.

#### ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that the Corporation is authorized to have outstanding at any one time is 100 shares having a par value of \$1,00 per share. Such shares shall be of a single class of common stock. None of the shares of the Corporation may be issued to suyone other than an individual who is duly licensed to practice dentistry in the State of Florida.

## ARTICLE IV. DURATION

The Corporation shall have perpetual existence.

## ARTICLE V. ADDRESS AND AGENT

The street address of the principal office of Corporation is 25400 U.S. Highway 19, Suite 255, Clearwater, Florida 34623, and the name of its initial registered agent is Corporation Service Company, 1201 Hays Street, Tallahassee, Florida 32301. The Board of Directors may from time to time move the office to any other address in the State of Florida and change the registered agent.

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## VI. DIRECTORS

The Corporation shall be managed by a Board of Directors of at least one (1) Director. No person shall serve as a Director of the Corporation unless the person is duly licensed to practice dentistry in the State of Florida in good standing. The Directors shall be elected by the shareholders of the Corporation. The name and street address of each person who is to serve as a member of the initial Board of Directors is as follows:

NAME ADDRESS

Adam Diasti 25499 U.S. Highway 19

Suite 225

Clearwater, Florida 34623

#### ARTICLE VII. SUBSCRIBERS

The names and addresses of the subscribers, who are the incorporators of this Corporation, each of whom is duly licensed in the State of Florida to practice dentistry, are as follows:

NAME ADDRESS

Adam Diasti 25499 U.S. Highway 19

Suite 225

Clearwater, Florida 34623

# ARTICLE VIII. RESTRAINT ON ALIENATION

No shareholder may sell or transfer his shares in the Corporation except to another individual who is eligible to be a shareholder of the Corporation under Florida law.

## ARTICLE IX. DISQUALIFICATION

If any officer, shareholder, agent or employee of the Corporation who has been rendering professional service to the public for the Corporation becomes legally disqualified to render such professional services within Florida or accepts employment that places restrictions or limitations upon his or her continued rendering of such professional ser-ices, then the Corporation shall require him or her to comply with the Florida Professional Service Corporation Act by severing all employment with and financial interests in the Corporation.

## ARTICLE X. AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law.

STATE OF FLORIDA
COUNTY OF

The foregoing instrument was sworn to and subscribed before me this day of produced

NOTARY PUBLIC:

MELISSA 6. HANSEN
MY COMMISSION # CC 226188
ENTRY DESIGNATION CO. 1, 1000
Bonded Intri Netwy Public Independent

NOTARY PUBLIC:

Print:

State of Florida at Large (Sent)
My Commission Expires:

# ACKNOWLEDGEMENT OF REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at place designated in the Articles, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

Corporation Service Company

By: And Alector as agent

Gail Shelby

CONTACT: D95 CO	0070281
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# ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION OF ADAM DIASTI, P.A.

96 SEP 30 PH 12: OG SECRETARY DE STATE

Pursuant to Sections 607.1006 and 621.13 of the Florida Statutes, the undersigned long corporation, ADAM DIASTI, P.A. (the "Professional Association"), a professional service corporation organized and existing under and by virtue of the laws of the State of Florida, adopts the following Articles of Amendment to Articles of Incorporation.

- 1. <u>Corporate Name</u>. The name of the Professional Association set forth in its original Articles of Incorporation is Adam Diasti, P.A.
- 2. <u>Amendment Adopted</u>. The amendment adopted provides for a change of the name of the Professional Association.
- 3. <u>Text of Amendment</u>. Article I of the Articles of Incorporation is hereby amended by deleting such Article in its entirety and substituting in lieu of such Article the following new Article I which reads as follows:

## ARTICLE I

The name of the corporation shall be:

# Coast Florida P.A.

4. <u>Authorization of Amendment</u>. The foregoing amendment was adopted on September 23, 1996, by written consent of the sole director and sole shareholder of the Professional Association. The Professional Association duly adopted resolutions proposing and declaring the above amendment to the Articles of Incorporation of the Professional Association changing the name of the Professional Association to Coast Florida P.A.

IN WITNESS WHEREOF, the Professional Association has caused these Articles of Amendment to be executed on this 25th day of September, 1996.

Adam Diasti

President

PLEASE READ ALL INSTRUCTIONS BEFORE COMPLETING THIS FORM FLORIDA DEPARTMENT OF STATE **APPLICATION** Sandra B. Mortham FOR Secretary of State REINSTATEMENT 96 SEP 10 PH 2: 20 DIVISION OF COMPORATIONS DOCUMENT # P95000070281 (7) La CA GRAPE Adam Diasti, P.A. Principal Place of Business Mading Address 25400 U.S. Highway 19 25400 U.S. Highway 19 20000000 946762 -09/13/96--01023--007 \*\*\*\*883.75 \*\*\*\*883.75 Suite 225 Sulte 225 Clearwater, FL 34823 Clearwater, FL 34823 If above addresses are incorrect in any way, line through incorrect information and natur correction below OO NOT WHITE IN THIS SPACE 4. Date incorporated or Qualifing To Do Business in Florida 2 New Principal Office Address, If Applicable 3 New Mailing Address, if Applicable September 12, 1995 Sudo Apt W. etc. Suite, Apt. #, etc. Applied For City & State City & State Not Applicable 59-3365515 Zφ. Country Country CERTIFICATE OF STATUS DESIJIED 7 Names and Subst Addresses of Each Officer and/or Director. (Florida nonprobl corporations must list at least 3 directors) Name of Officers Street Address of Each Officer and/or Delector (Do NOT Use Post Office Box Numbers) Title(s) City / State / Zip 25400 U.S. Highway 19 D <u>Diasti, Adam</u> Suite 225 Clearwater, FL 34623 25400 U.S. Highway 19 Treas. CFO Suite 225 Smith, Joseph R. Clearwater, FL 34623 8. Name and Address of Current Registered Agent 9. Name and Address of New Registered Agent Corporation Service Company UCC Filling & Search Services, Strout Address (P.O. Box Number is Not Acceptable) 526 East Park Avenue 1201 Hays Street Tallahassee, FL 32301-2525 Suite, Apt. #, Etc. Suite 200 Zip Code FL |32301-2551 Tallahessee, 10. It being appointed the realistgred agent of the above har 10 corporation, am familiar with and accept the obligations of Section 607.0505, F.S. Signature of Registered Agent Date September 12 , 1996 ENT-MUST SIGN HEG TEREC 11. Does this corporation pay any intangible tax to the (See other side for information on intangible tax.) Dept. of Revenue under S. 199.032, Florida Statutes Yes No L I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(k), Florida Statutes. I release the Division of Corporations from any liability of non-compliance with Section 119.07(3)(k) in the event that the information supplied is deemed exempt from public access. I certify that I am an officer or director, the receiver or trustee empowered to execute this application as provided for in chapter 607 or 617, F.S. I further certify that when filing this reinstallement application the reason for dissolution has been eighnized, the porporate name satisfies the requirements of section 607.0401 or 617.0401, F.S., and that all lees owed by the corporation have been paid. The information mediated on this application is true and accurate, and my signature shall have the same legal effect as if made AND TYPED ON PRINTED NAME OF LIGHING OFFI. SIGNATURE: 12, 1996 (813) 726-5152

A OH DIRECTOR

SIGNATUR