

8/02/96

FLORIDA DIVISION OF CORPORATIONS

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TO: DIVISION OF CORPORATIONS

FROM: EMPIRE CORPORATE KIT COMPANY

DEPARTMENT OF STATE

100 EAST GAINES STREET

STATE OF FLORIDA

TALLAHASSEE, FL 32399

MIAMI FL 33136-

9-0000

FAX (904) 922-4000

CONTACT: RAY STORMONT

PHONE: (305) 541-3094

FAX: (305) 541-3770

((H90000010780))

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: C. GARCIA, PA.

FAX AUDIT NUMBER: H90000010780

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DATE REQUESTED: 08/02/1996

TIME REQUESTED: 17:29:41

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TALLAHASSEE

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W. G. H. 293
Heading
Spec. Rep.

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FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

August 5, 1996

EMPIRE CORPORATE KIT COMPANY

MIAMI, FL

SUBJECT: C. GARCIA, P.A.

REF: W96000016293

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

PLEASE CHANGE THE HEADING OF YOUR DOCUMENT TO STATE :FORMING A CORPORATION FOR PROFIT UNDER THE PROFESSIONAL SERVICE CORPORATION ACT.!!!! NOT UNDER FLORIDA BUSINESS CORPORATION ACT.

The specific nature of business of the professional association must be stated in the document.

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 (804) 487-6934.

Loria Poole
Corporate Specialist

FAX Aud. #: W96000010780
Letter Number: 496A00037244

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85 FEB-9 11 53
CLERK OF DISTRICT COURT
JAN 23 1985

ARTICLES OF INCORPORATION

OF

C. GARCIA, P.A.

The undersigned incorporator, for the purpose of forming a corporation for profit under the Professional Service Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I

Name

The name of the corporation is:

C. GARCIA, P.A.

ARTICLE II

Existence

The corporation's existence shall commence upon the date of the filing of these Articles of Incorporation.

ARTICLE III

Purpose

The corporation is organized for the purpose of transacting any and all lawful business for which corporations may be formed for profit under the Professional Service Corporation Act, and all amendments and supplements thereto, or any law enacted to take the place thereof (collectively, the "Act"). Specifically the Professional Service Corporation shall be formed to provide general dentistry and dental care services.

This instrument prepared by:
Carlos M. Tornero, Esq.
LAW OFFICES OF CARLOS M. TORNERO, P.A.
Courthouse Plaza - Suite 600
28 West Flagler Street
Miami, Florida 33139
FBN: 0967234

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ARTICLE IV

Authorized Capital

The corporation is authorized to issue 1000 shares of common stock, with a par value of \$1.00 per share.

ARTICLE V

Address

The address of the principal office of the corporation, and its mailing address, is 4798 Sea Oats Circle, #101, West Palm Beach, Florida 33417.

ARTICLE VI

Registered Office and Agent

The street address of the corporation's initial registered office is 28 W. Flagler, Suite 600, Miami, Florida 33130. The name of the initial registered agent at such office is Carlos M. Tornoero.

ARTICLE VII

Directors

The number of directors constituting the Board of Directors shall be not less than one (1) nor more than five (5) persons. Initially, the corporation shall have one director. The name and address of the initial member of the Board of Directors is as follows:

<u>Name</u>	<u>Address</u>
Cristina Garcia	4798 Sea Oats Circle #101 West Palm Beach, Florida 33417

ARTICLE VIII

Officers

This corporation shall have a President who shall at all times be a member of the Board of Directors, a Secretary, a Treasurer and such other officers as the Board may from time to time by resolution create. The election of officers shall take place at the first meeting of the shareholders. The names of the officers who are to serve until the first election are:

Cristina Garcia	President
Cristina Garcia	Secretary

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Cristina Garcia

Treasurer

ARTICLE IX

Indemnification

(a) The corporation shall indemnify, or advance expenses to, to the fullest extent authorized or permitted by the Act, any person made, or threatened to be made, a party to any action, suit or proceeding by reason of the fact that he: (i) is or was a director of the corporation; (ii) is or was an officer of the corporation, provided that he is or was at the time a director of the corporation; or (iii) is or was serving at the request of the corporation as a director, officer, agent or employee of another corporation, partnership, joint venture, trust or other enterprise, provided that he is or was at the time a director of the corporation.

(b) Except for those persons entitled to indemnification pursuant to subparagraph (a) of this Article VII, the Board of Directors of the corporation shall have, unless otherwise expressly prohibited by the Act, the sole and exclusive discretion, on such terms and conditions as it shall determine, to indemnify, or advance expenses to, any person made, or threatened to be made, a party to any action, suit or proceeding by reason of the fact that he is or was an officer, employee or agent of the corporation, or is or was serving at the request of the corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise.

(c) Except for those persons entitled to indemnification pursuant to subparagraph (a) of this Article VII, no person may apply for indemnification or advancement of expenses to any court of competent jurisdiction.

ARTICLE X

Incorporator

The name and address of the incorporator of the corporation is Carlos M. Tornero, c/o Carlos M. Tornero, P.A., Suite 600 Courthouse Plaza, 28 West Flagler Street, Miami, Florida, 33139

--oOo--

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 8 day of August, 1996.



Carlos M. Tornero

0810000010780

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ACCEPTANCE OF APPOINTMENT

AS

REGISTERED AGENT

I hereby accept the appointment as registered agent contained in the foregoing Articles of Incorporation and state that I am familiar with, and accept, the obligations set forth in Sections 48.091(2) and 607.0505 of the Florida Statutes.


Carlos M. Tornero

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96 AUG -9 11 10:56
SECRET
ALL INFORMATION CONTAINED
HEREIN IS UNCLASSIFIED
DATE 01-10-01 BY 60321

P96000066398
CRISTINA GARCIA, D.D.S.

4011 W. Flagler Street ~ Suite 202
Miami, Florida 33134
Phone (305) 541-5299
Fax (305) 541-5298

Florida Department of State
Division of Corporations
P.O. Box 6237
Tallahassee, FL 32314

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*****43.75 *****43.75

August 5, 1997

Gentlemen:

Enclosed please find the Articles of Amendment to Articles of Incorporation of
C. Garcia, P.A.

Also enclosed, please find the appropriate filing fee for the articles of amendment and
for a certificate of status.

If any questions or problems may arise from this form, please do not hesitate to contact
me. Thank you very much for your attention in this matter.

Sincerely,



Cristina Garcia
President

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97 SEP -5 PM 4:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NC&AM
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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 29, 1997

CRISTINA GARCIA, D.D.S.
4014 W. FLAGLER STREET
SUITE 202
MIAMI, FL 33134

SUBJECT: C. GARCIA, P.A.
Ref. Number: P96000066398

RECEIVED
97 SEP -5 AM 9:36
DIVISION OF CORPORATIONS

We have received your document for C. GARCIA, P.A. and your check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The amendment must be signed by an incorporator if adopted by the incorporators or by a director if adopted by the directors.

SINCE IT WAS CHECKED IN PART IV, THAT THE AMENDMENT WAS ADOPTED BY THE INCORPORATORS, AN INCORPORATOR MUST SIGN. OUR RECORDS SHOW THE INCORPORATOR TO BE CARLOS M. TORNERO, NOT CRISTINA GARCIA. PERHAPS THE FIRST BOX SHOULD BE MARKED.

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) 487-6880.

Karen Gibson
Corporate Specialist

Letter Number: 697A00043495

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

C. GARCIA, P.A.

(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted. (Indicate article number(s) being amended, added or deleted)

ARTICLE I : (NEW CORP. NAME)
CRISTINA GARCIA, P.D.S., P.A.

ARTICLE IV : (NEW ADDRESS)
4011 W. FLAGLER ST., SUITE 202
MIAMI, FL 33134

ARTICLE VII : (NEW ADDRESS)
4011 W. FLAGLER ST., SUITE 202
MIAMI, FL 33134

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97 SEP -5 PM 4:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: AUG. 5, 1997

FOURTH: Adoption of Amendment(s) (CHECK ONE)

- ☒ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- ☐ The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"The number of votes cast for the amendment(s) was/were sufficient for approval by _____ voting group."

- ☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

- ☒ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 5th day of August, 1997

Signature

Cristina Garcia

(By the Chairman or Vice/Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

CRISTINA GARCIA

Typed or printed name

PRESIDENT

Title