

199 00005557

HALL & HALL, P.A.  
ATTORNEYS AT LAW

CRAIG F. HALL  
BOARD CERTIFIED  
CIVIL TRIAL PRACTICE  
317 N.E. 1ST STREET  
GAINESVILLE, FL 32601  
1-352-375-2290  
FAX 1-352-373-5865

REPLY TO: P.O. BOX 2188  
GAINESVILLE, FL 32602  
 REPLY TO: P.O. BOX 1258  
JACKSONVILLE, FL 32201

VALERIE HALL MANUEL  
BANKRUPTCY  
300 WEST ADAMS STREET  
SUITE 550  
JACKSONVILLE, FL 32202  
1-904-355-8441  
FAX 1-904-356-9725

September 3, 1999

Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

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-09/30/99--01001--009  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Attention: Karen,  
Amendments Department

Re: FAMILY & COSMETIC DENTISTRY OF GAINESVILLE, P.A .  
Corporate Docket No. P99000055557

Dear Karen:

*GRAPPAKIND*  
*B35*

Enclosed please find my Office Account Check No. 3041 in the amount of \$35.00 made payable to the Department of State, along with the appropriate forms for amending the name of the above-captioned corporation from Family & Cosmetic Dentistry of Gainesville, P.A., to Family & Cosmetic Dentistry, P.A.

It is my understanding that this name will become available on September 26, 1999, or as soon thereafter as all mail to the Division has been processed.

If you need any additional information regarding this matter, please do not hesitate to contact me.

Very truly yours,

*[Signature]*  
CRAIG F. HALL

*[Signature]*  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
99 OCT 20 AM 9:04

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CFH:jm  
Enclosures

*AMEND*  
*THC*  
*DC* 10/20

**HALL & HALL, P. A.**

ATTORNEYS AT LAW

REPLY TO: P. O. BOX 2188  
GAINESVILLE, FL 32602

REPLY TO: P. O. BOX 1258  
JACKSONVILLE, FL 32201

October 18, 1999

CRAIG F. HALL  
BOARD CERTIFIED  
CIVIL TRIAL PRACTICE

317 N.E. 1ST STREET  
GAINESVILLE, FL 32601

1-352-375-2290  
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BANKRUPTCY

300 WEST ADAMS STREET  
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JACKSONVILLE, FL 32202

1-904-355-9441  
FAX 1-904-356-9725

Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

Attention: Karen Gibson,  
Amendments Department

Re: FAMILY & COSMETIC DENTISTRY OF GAINESVILLE, P.A.  
Corporate Docket No. P99000055557

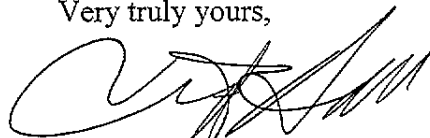
Dear Ms. Gibson:

Pursuant to your letter of September 30, 1999, a copy of which is enclosed, I am resubmitting original and one copy of Amended Articles of Incorporation of Family & Cosmetic Dentistry of Gainesville, P.A., along with Resolution relative to changing the name of this corporation to Family & Cosmetic Dentistry, P.A. I understand this name became available today.

Please file these Amended Articles at your earliest opportunity. You are still in possession of my check in the sum of \$35.00 in payment of this filing fee.

Thank you for your attention to this matter.

Very truly yours,



CRAIG F. HALL

CFH:jm

Enclosures

RESOLUTION

At a duly noticed and convened meeting of the Board of Directors and Shareholders of FAMILY & COSMETIC DENTISTRY OF GAINESVILLE, P.A., a Florida corporation, conducted on the 27th day of September, 1999, and 100% of the Shareholders and the Board of Directors being present, and it being moved and seconded that the Articles of Incorporation be amended to change the name of the corporation from FAMILY & COSMETIC DENTISTRY OF GAINESVILLE, P.A., to FAMILY & COSMETIC DENTISTRY, P.A., and that resolution having been passed a unanimous vote of the Shareholders and Board of Directors, to-wit:

“Pursuant to F.S. §607.1006, the name of this corporation is hereby amended to FAMILY & COSMETIC DENTISTRY, P.A., effective October 1, 1999.”

The undersigned hereby certifies that the above amendment to the Articles of Incorporation was approved by 100% of the Shareholders and 100% of the Board of Directors at a duly conducted meeting of the Shareholders and Board of Directors at Gainesville, Alachua County, Florida, on September 27th, 1999.

Certified, signed and executed at Gainesville, Alachua County, Florida, this 27th day of September, 1999.



DR. BERTRAM HUGHES  
Sole Shareholder, Chairman of the Board  
Of Directors, and President

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FILED  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

September 30, 1999

CRAIG F. HALL  
HALL & HALL, P.A.  
PO BOX 2188  
GAINESVILLE, FL 32602

SUBJECT: FAMILY & COSMETIC DENTISTRY OF GAINESVILLE, P.A.  
Ref. Number: P99000055557

We have received your document for FAMILY & COSMETIC DENTISTRY OF GAINESVILLE, P.A. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with a notarized affidavit stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

Simply adding "of Florida" or "Florida" to the end of a name is not acceptable.

THE CURRENT/OLD NAME SHOULD BE IN THE HEADING OF THE AMENDED ARTICLES.

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: 499A00047712

**AMENDED ARTICLES OF INCORPORATION**

**OF**

**FAMILY & COSMETIC DENTISTRY OF GAINESVILLE, P.A.**

The undersigned as President, Board of Directors and sole Stockholder of a Florida corporation, FAMILY & COSMETIC DENTISTRY OF GAINESVILLE, P.A., a Florida corporation, filed and incorporated within the State of Florida on June 21, 1999, effective July 1, 1999, hereby amends the Articles of Incorporation of FAMILY & COSMETIC DENTISTRY OF GAINESVILLE, P.A., as follows:

**ARTICLE I**  
**NAME**

The name of this corporation is hereby amended to FAMILY & COSMETIC DENTISTRY, P.A.

**ARTICLE II**  
**DURATION**

The period of duration of this corporation shall be perpetual, commencing July 1, 1999.

**ARTICLE III**  
**PURPOSE**

The nature of the business to be transacted by this professional service corporation and the purpose thereof is to render professional dental services to the general public and to do all things in connection therewith that are customarily done by licensed dentists under the laws of the State of Florida and in accordance with the "Professional Service Corporation Act, Chapter 621," of the Laws of Florida, to invest its funds in real estate, mortgages, stocks, bonds or other types of investments. The corporation may own real or personal property

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

necessary for the rendering of professional services. The corporation shall not engage in any business other than the practice of dentistry.

**ARTICLE IV**  
**CAPITAL STOCK**

This corporation is authorized to issue five hundred (500) shares of One (\$1.00) Dollar par value common stock.

**ARTICLE V**  
**BY-LAWS**

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and Shareholders.

**ARTICLE VI**  
**INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is 316 S.W. 16<sup>th</sup> Avenue, Gainesville, Florida 32601. The name of the initial registered agent of this corporation at that address is BERTRAM J. HUGHES.

**ARTICLE VII**  
**INITIAL BOARD OF DIRECTORS**

This corporation shall have one (1) Director initially. The number of Directors may either be increased or diminished from time to time by the By-Laws, but it shall never be less than one (1). The name and address of the initial Director of this corporation is:

BERTRAM J. HUGHES      316 S.W. 16<sup>th</sup> Avenue  
Gainesville, Florida 32601.

**ARTICLE VIII**  
**INCORPORATOR**

The name and address of the person signing these Articles is:

BERTRAM J. HUGHES      316 S.W. 16<sup>th</sup> Avenue  
Gainesville, Florida 32601.

**ARTICLE IX**  
**LIMITATION OF CORPORATE STOCK**

No one other than an individual who is duly licensed as a doctor of dentistry by the State of Florida may own any corporate stock of this corporation; nor may any Shareholder enter into any voting trust agreement or any other type agreement vesting another person with the authority to exercise voting power of any or all of the stock.

- (a) If any officer, shareholder, agent or employee of this corporation who has been rendering professional services to the public becomes legally disqualified to render such services within the State of Florida, or is elected to a public office or accepts employment that, pursuant to existing law, places restrictions or limitations upon his continued rendering of such professional services, he shall sever all employment and tender all financial interests in the corporation.
- (b) No shareholder of the corporation may sell or transfer his stock in this corporation except to another individual who is eligible to be a shareholder of the corporation, and such sale or transfer may be made only after the same shall have been approved, at a stockholder's meeting specifically called for that purpose, by not less than a majority of the outstanding stock at such shareholders' meeting, exclusive of the stock proposed to be sold. The shares of stock held by a shareholder proposing to sell or transfer his shares may not be voted or counted for any purpose at said meeting.

(c) In the event that there is more than one shareholder in the corporation, before stock is issued to shareholders they must have negotiated with the other shareholders or the corporation a buy and sell agreement providing for the redemption or disposition of their stock in the event their interest in the corporation is terminated for any reason. An executed copy of the buy and sell agreement must be filed with the secretary of the corporation and made part of the records of the corporation.

IN WITNESS WHEREOF, the undersigned Incorporator, Subscriber, President and Director has executed these Amended Articles of Incorporation this 27th day of September, A.D., 1999.



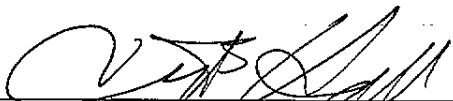
BERTRAM J. HUGHES, Incorporator, Subscriber,  
President and Director

STATE OF FLORIDA :

COUNTY OF ALACHUA :

BEFORE ME personally appeared BERTRAM J. HUGHES, to me known to be the person described as Incorporator, Subscriber, President and Director and who executed the foregoing Amended Articles of Incorporation and acknowledged before me that he subscribed to these Articles of Incorporation on the 27th day of September, 1999.

My Commission Expires:



NOTARY PUBLIC, STATE OF FLORIDA  
My Commission # CC814133 EXPIRES  
MAY 29, 2003  
BONDED THRU TROY FAHN INSURANCE, INC.  
Craig F. Hall

