

P110000068743

(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

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PICK-UP

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MAIL

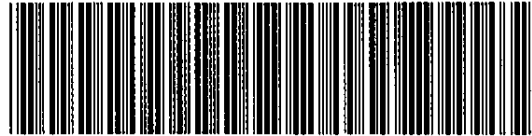
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



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FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
11 JUL 29 PM 1:45

WIT-37907  
RS 8/1/11



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

July 19, 2011

GEORGE F HERO ESQ.  
8603 SOUTH DIXIE HWY, STE 300  
MIAMI, FL 33143

SUBJECT: GEMINI DENTAL AT SOUTH MIAMI P.A.  
Ref. Number: W11000037907

We have received your document for GEMINI DENTAL AT SOUTH MIAMI P.A. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

67  
The specific business purpose 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 (850) 245-6901.

Pamela Smith  
Regulatory Specialist II

Letter Number: 811A00017092

GEORGE F. HERO  
ATTORNEY AT LAW

July 15, 2011

Department of State of Florida  
Division of Corporations  
P.O. BOX 6327  
Tallahassee, Florida, 32314  
Attention: New Filing Section:

Re: GEMINI DENTAL AT SOUTH MIAMI P.A.

Enclosed please find an original and two (2) copies of the articles of incorporation for the above corporation and The Velis Brothers Dental Team P.A. check number 1228 for the amount of \$78.75.

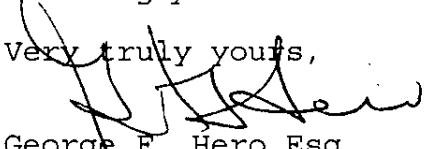
Said enclosed funds represents the following costs:

a) Filing Fee	\$35.00
b) Designation of Registered Agent	35.00
c) Certified Copy	<u>8.75</u>
Total	\$ 78.75

I have enclosed an extra copy of said articles of incorporation and request this copy also be return reflecting the date of filing of said corporation.

Thanking you in advance for your earliest attention to this matter.

Very truly yours,

  
George F. Hero Esq.

GFH:bs

enclosure

cc: Gemini Dental at South Miami P.A.

8503 SOUTH DIXIE HIGHWAY, STE. 300

MIAMI, FLORIDA 33143

TEL 305.665.1766 FAX 305.665.1900

GEORGE F. HERO  
ATTORNEY AT LAW

July 15, 2011

Department of State of Florida  
Division of Corporations  
P.O. BOX 6327  
Tallahassee, Florida, 32314  
Attention: PAMELA SMITH- New Filing Section:  
Regulatory Specialist II

Re: GEMINI DENTAL AT SOUTH MIAMI P.A.  
Ref Number: W11000037907  
Letter Number: 811A00017092

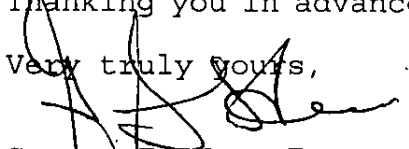
Dear Ms Smith:

Enclosed is a copy of your letter dated July 19, 2011 to the above reference and letter numbers. Please find an original and two (2) copies of the articles of incorporation for the above corporation which has been corrected to include the purpose of the professional association in said documents.

I have enclosed an extra copy of said articles of incorporation and request this copy also be return reflecting the date of filing of said corporation.

Thanking you in advance for your earliest attention to this matter.

Very truly yours,

  
George F. Hero Esq.  
GFH:bs  
enclosure  
cc: Gemini Dental at South Miami P.A.

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ARTICLES OF INCORPORATION

GEMINI DENTAL AT SOUTH MIAMI P.A.

The undersigned subscriber for the purpose of forming a Corporation under the laws of the State of Florida, does hereby adopt the following Articles of Incorporation.

ARTICLE I. Name.

The name of this corporation is:

GEMINI DENTAL AT SOUTH MIAMI P.A.

ARTICLE II. Nature of Business.

The general nature of the business and the objects and purposes to be transacted and carried are:

1. To render professional services in Dentistry through licensed persons qualified to perform said professional services.

2. Any activity or Business permitted under the laws of the United States and/or the State of Florida.

3. And, in general, to carry on any other business whatsoever in connection with the foregoing or which is calculated directly or indirectly, to promote the interest of the corporation or to enhance the value of its properties.

4. And, further, to borrow or raise money for any purpose of the company, and to secure the same with interest, or for any other purpose. To mortgage all or any part of the property corporeal or incorporeal rights or franchises of this company now owned or hereinafter acquired, and to create, issue, draw and accept and

negotiate bonds and mortgages, bills of exchange, promissory notes or other obligations or negotiable instruments.

ARTICLE III. Capital Stock

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is:

Five Hundred Shares (500), Common Stock, \$1.00 par value per share.

ARTICLE IV. Term of Existence

This corporation shall have perpetual existence.

ARTICLE V. Principal Office

The initial address of the Principal office and mailing address of this corporation in the State of Florida is:

10449 N.W. 41st STREET, MIAMI, FLORIDA, 33178

ARTICLE VI. Directors

This corporation shall have one (1) director initially.

The number of Director's may be increased from time to time pursuant to the bylaws of the corporation and any director is not required to be a stockholder of the corporation.

ARTICLE VII. Initial Board of Director's

The name and post office address of the member of the first Board of Director's, who subject to the provisions of the Certificate of Incorporation, bylaws and the corporation laws of the State of Florida, shall hold office for the first year of the corporation's existence, or until successors are elected and have qualified is: LUIS A. VELIS, 10449 N.W. 41st STREET, MIAMI, FLORIDA, 33178,

ARTICLE VIII. 'Subscriber's

The name and post office address of the subscriber's of these Articles of Incorporation and the number of shares of stock the subscriber's agrees to take are:

LUIS A. VELIS, 10449 N.W. 41st STREET, MIAMI, FLORIDA, 33178--1 share

ARTICLE IX. Initial Registered Office and Agent.

The street address of the initial registered office of this corporation is:

10449 N.W. 41st STREET, MIAMI, FLORIDA, 33178

and the name of the initial registered agent of this corporation is:

LUIS A. VELIS

ARTICLE X. Amendment

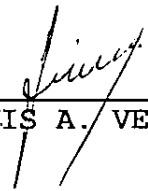
These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the shareholders, and approved at a stockholder's meeting, by 51% of the Stock entitled to vote thereon.

ARTICLE XI. Indemnification

The corporation shall indemnify and save harmless any officer or director, or any former officer or director, to the full extent permitted by law.

THE UNDERSIGNED, being the original subscriber's to the capital stock hereinabove named for the purpose of forming a corporation for profit to do business both within and without the State of Florida, do hereby make, subscribe, acknowledge and file this certificate, hereby declaring and certifying that the facts

herein stated are true, and do agree to take the number of shares of stock hereinabove set forth, and accordingly have set their hand and seal this 14<sup>th</sup> of JULY, 2011.

  
\_\_\_\_\_  
LUIS A. VELIS

STATE OF FLORIDA,                    )  
  ) SS.:  
COUNTY OF MIAMI-DADE,            )

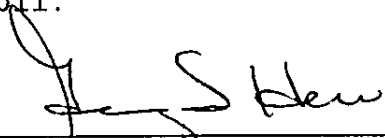
I HEREBY CERTIFY that on this day before me, a Notary Public, duly authorized to administer oaths and take acknowledgments, personally appeared LUIS A. VELIS who acknowledged that he executed the foregoing as subscriber to these Articles of Incorporation.

WITNESS my hand and seal in the County and State first named above this 14<sup>th</sup> day of JULY, 2011.

My Commission Expires:



GEORGE F. HERO  
MY COMMISSION # DD 800755  
EXPIRES: July 25, 2012  
Bonded Thru Budget Notary Services

  
\_\_\_\_\_  
Notary Public, State of Florida

George F. Hero  
Printed Name of Above Notary



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SECRETARY OF STATE  
DIVISION OF CORPORATIONS

11 JUL 29 PM 1:45

CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provision of Section 607.0501, Florida Statutes, the undersigned corporation under the laws of the state of Florida, submits the following statement in designating the registered office/registered agent in the state of Florida.

1.The name of the corporation is GEMINI DENTAL AT SOUTH MIAMI P.A.

2.The name and address of the registered agent and office is

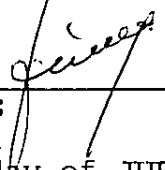
LUIS A. VELIS  
10449 N.W. 41st STREET  
MIAMI, FLORIDA, 33178

  
\_\_\_\_\_  
LUIS A. VELIS-President

Dated this 14<sup>th</sup> day of JULY, 2011.

ACKNOWLEDGMENT

Having been named as registered agent and to accept service of process for the above stated corporation, 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

By:   
\_\_\_\_\_  
LUIS A. VELIS

Dated this 14<sup>th</sup> day of JULY, 2011