

Division Corporations

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Florida Department of State
Division of Corporations
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Email Address: MLYONS@LYONS-LAW.COM

FLORIDA LIMITED LIABILITY CO.

Pediatric Dentistry of Port Charlotte, PLLC

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September 25, 2012

FLORIDA DEPARTMENT OF STATE
Division of Corporations

LYONS & LYONS, P.A.

SUBJECT: PEDIATRIC DENTISTRY OF PORT CHARLOTTE, PLLC
REF: W12000049114

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

A brief description of the entity's nature of business must be included 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) 245-6051.

Neysa Culligan
Regulatory Specialist II

FAX Aud. #: H12000233678
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**ARTICLES OF ORGANIZATION
OF
PEDIATRIC DENTISTRY OF PORT CHARLOTTE, PLLC**

The undersigned, under the provisions of Florida Professional Service Corporation and Limited Liability Company Act, Chapter 621 of the Florida Statutes (the "Act"), for the purpose of forming a limited liability company under the laws of the State of Florida, do set forth the following:

1. Name.

The name of the limited liability company is PEDIATRIC DENTISTRY OF PORT CHARLOTTE, PLLC (hereinafter referred to as the "Company").

2. Period of Duration.

Unless earlier terminated under the Act or the Operating Agreement, the period of duration of the Company shall be perpetual.

3. Purpose.

The purpose for which the Company is organized is to render professional pediatric dentistry to the general public, and to do all things in connection therewith that are customarily performed by a licensed dentist under the laws of the State of Florida. In furtherance of its corporate purposes, the Company shall have all of the general and specific rights granted to and conferred upon a limited liability company by the Professional Service Corporation and Limited Liability Company Act.

4. Address Of Place Of Business.

The mailing address for the Company is 9510 Bonita Beach Road SE, Suite 101, Bonita Springs, Florida 34135, and the street address of the place of business for the Company is 9510 Bonita Beach Road SE, Suite 101, Bonita Springs, Florida 34135. These addresses may be changed from time to time as provided in the Operating Agreement.

5. Registered Agent.

The initial registered agent in Florida for the Company is L&L PARA, LTD. CO., a Florida limited liability company, and the initial registered office is located at The Business & Law Building, 27911 Crown Lake Boulevard, Suite 209, Bonita Springs, Florida, 34135.

6. Capital Contributions.

Contributions to the capital of the Company shall be made by the members, in the manner prescribed by the written Operating Agreement made and entered into by the members and which may be amended from time to time in accordance with its terms.

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ARTICLES OF ORGANIZATION
OF

(612-0179)

PEDIATRIC DENTISTRY OF PORT CHARLOTTE, PLLC

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7. Limitation on Membership in the Company.

The Company shall have at least one member and may admit additional members upon the prior unanimous written agreement of the then-existing members, or as otherwise provided in the Operating Agreement, provided in all events that no one other than an individual who is duly licensed to practice dentistry in the State of Florida, or an organization described in Section 621.051 of the Florida Professional Service Corporation and Limited Liability Company Act, may be a member of the Company. No member of the Company shall enter into any agreement vesting another person with the authority to exercise the voting power of any membership interest in the Company. Any member who becomes legally disqualified to practice dentistry in the State of Florida shall sever all employment with the Company and shall sever all financial and membership interests in the Company. No member may sell or transfer, whether voluntarily or involuntarily or by operation of law, a membership interest in the Company, except to another individual or organization eligible to become a Member of the Company.

8. Continuity of Business.

On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or on the occurrence of any other event that terminates the continued membership of a member in the Company, or upon any other event that, under the Act, would result in dissolution of the Company, the business of the Company may be continued and the Company will not be dissolved without the prior written consent of all the remaining members of the Company.

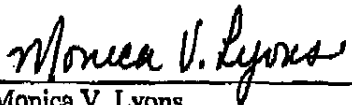
9. Management.

The overall management and control of the business and affairs of the Company shall be vested in its manager, and the initial managers will be Miguel A. Argumosa and Erin M. Taylor.

10. Indemnification.

Except as expressly provided in the Operating Agreement, the Company shall indemnify any member, manager, or former member or manager to the full extent permitted under the Act.

IN WITNESS THEREOF, I, Monica V. Lyons, have signed these Articles of Organization as an authorized representative of a member and acknowledged them to be my act this 21 day of September, 2012.



Monica V. Lyons
Authorized Representative of Member

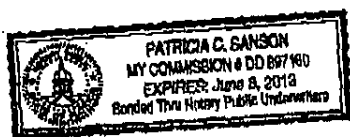
ARTICLES OF ORGANIZATION
OF
PEDIATRIC DENTISTRY OF PORT CHARLOTTE, PLLC

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STATE OF FLORIDA
COUNTY OF LEE

The foregoing instrument was acknowledged before me on the 21st day of September, 2012, by Monica V. Lyons as an authorized representative of a Member, who ~~is~~ personally known to me or () produced _____ as identification.



(Seal)

Patricia C. Sanson
Notary Public — State of Florida
(name, typed or printed).....

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STATEMENT ACCEPTING APPOINTMENT AS REGISTERED AGENT

I hereby accept the designation as registered agent and agree to act in this capacity and to accept service of process for the above stated limited liability company at the place designated in this statement. 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: Monica V. Lyons
Monica V. Lyons, Manager
L&L Para Ltd. Co.

Date: September 21, 2012

ARTICLES OF ORGANIZATION
OF
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