

10/29/2020 4:27 PM

Division of Corporations

No. 0986 P. 1/5

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Florida Department of State
Division of Corporations
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MERGER OR SHARE EXCHANGE

Advanced Periodontics and Implant Care, LLC

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$68.75

78.75

Oct. 29. 2020 4:28PM

No. 0986

P. 2/5

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ARTICLES OF MERGER

(Profit Corporations)

The following articles of merger are submitted in accordance with the Florida Business Corporation Act, pursuant to section 607.1105, Florida Statutes.

I. Surviving Entity

LIQ - 178450

- (a) The name and jurisdiction of the surviving entity are: ADVANCED PERIODONTICS AND IMPLANT CARE, LLC, a State of Florida Limited Liability Company.
- (b) The surviving entity filed its Articles of Organization with the Florida Department of State on July 22, 2019 with a principal office address of 1950 Laurel Manor Drive, Building 184, The Villages, Florida 32162.

II. Merging Entity

PA - 62568

JOHN W. BONNER, D.D.S., P.A., a State of Florida, professional corporation.

III. Adoption of Plan of Merger

- (a) A Plan of Merger has been adopted pursuant to section 607.1101, Florida Statutes. The Plan of Merger is attached hereto.
- (b) The Plan of Merger was adopted by sole member and manager of the Surviving Entity, ADVANCED PERIODONTICS AND IMPLANT CARE, LLC.
- (c) The Plan of Merger was adopted by the Director/ President of the Merging Entity, JOHN W. BONNER, D.D.S., P.A., and shareholder approval was not required.

IV. Effective Date

The merger shall become effective on the date these Articles of Merger are filed with the Florida Department of State.

(Signatures on Following Page)

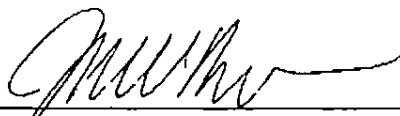
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V. Signatures for Each Party

JOHN W. BONNER, D.D.S., P.A.

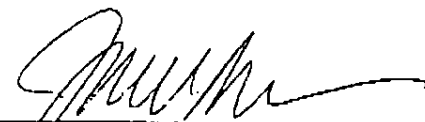
Merging Entity



John W. Bonner, Director/President

ADVANCED PERIODONTICS AND
IMPLANT CARE, LLC

Surviving Entity



John W. Bonner, Manager

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PLAN OF MERGER

(Non-Subsidiaries)

The following plan of merger is submitted in compliance with 607.1101, Florida Statutes.

I. Surviving Entity

ADVANCED PERIODONTICS AND IMPLANT CARE, LLC, a State of Florida Limited Liability Company

II. Merging Entity

JOHN W. BONNER, D.D.S., P.A., a State of Florida Professional Services Corporation

III. Terms and Conditions of Merger

- (a) JOHN W. BONNER, D.D.S., P.A. shall merge with and into ADVANCED PERIODONTICS AND IMPLANT CARE, LLC, effective as of the date of filing of the Articles of Merger with the Florida Department of State, and ADVANCED PERIODONTICS AND IMPLANT CARE, LLC, shall be the Surviving Entity.
- (b) The separate existence of JOHN W. BONNER, D.D.S., P.A., shall cease as of the effective date of this merger.
- (c) The Articles of Organization of the Surviving Entity, filed with the Florida Department of State on July 22, 2019, shall remain in full force and effect and the name of the Surviving Entity shall remain the same.
- (d) The members and officers of the Surviving Entity shall continue until their resignation and/or removal.
- (e) Upon the effective date, the Surviving Entity shall succeed and possess, without further act or deed, all of the rights, privileges, obligations, powers, and franchises, both public and private, and all of the property, real, personal, and mixed, of each of the parties, on whatever account, shall be vested in the Surviving Entity. All claims, demands, property, rights, privileges, powers, and any other interest of either party shall be as effectively the property of the Surviving Entity as they were of the respective parties. The title to any real estate vested by deed or otherwise in either party shall not revert or be in any way impaired by reason of the merger but shall be vested in the Surviving Entity.
- (f) All rights of creditors and all liens upon any property of either party shall be preserved and unimpaired; all debts, liabilities, and duties of the parties shall attach to the

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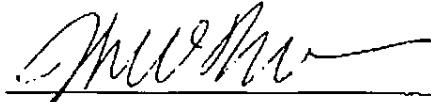
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Surviving Entity and may be enforced against it to the same extent as if such debts, liabilities, and duties have been incurred or contracted by it.

- (g) The Surviving Entity shall indemnify and hold harmless the officers and directors of each of the parties against all such debts, liabilities, and duties and all claims and demands arising out of the merger.
- (h) The manager of the Surviving Entity is hereby authorized, empowered, and directed to do any and all acts and to make, execute, deliver, and/or file whatever documents necessary, proper, or convenient to carry out or put into effect any of the provisions of this Plan of Merger.

JOHN W. BONNER, D.D.S., P.A.


Merging Entity



John W. Bonner, Director/President

ADVANCED PERIODONTICS AND
IMPLANT CARE, LLC

Surviving Entity



John W. Bonner, Manager

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