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FLORIDA LIMITED LIABILITY CO. KUNZ ENDODONTICS, PLLC

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AUG 22 2019

ARTICLES OF ORGANIZATION OF KUNZ ENDODONTICS, PLLC

The undersigned Authorized Representative hereby executes these Articles of Organization ("Articles") for the purpose of forming a professional limited liability company in accordance with the laws of the State of Florida.

ARTICLE I.

The name of the Limited Liability Company shall be KUNZ ENDODONTICS, PLLC.

ARTICLE II. DURATION; EFFECTIVE DATE

This Limited Liability Company shall exist perpetually, effective as of the date of filing.

ARTICLE III. ADDRESS; PRINCIPAL OFFICE

The mailing address of the Limited Liability Company and the street address of the principal office of the Limited Liability Company is 4802 Kensington Park Blvd., Orlando FL 32810.

ARTICLE IV. INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the Limited Liability Company is 333 3rd Avenue North, Suite 200, St. Petersburg, Florida 33701, and the name of the registered agent is Chestnut Business Services, LLC.

ARTICLE V. BUSINESS AND PURPOSE

The general nature of the business to be transacted by the Company, or the objects or purposes of the Company, shall be as follows:

(a) to engage solely and specifically in the business of carrying on the practice of dentistry and the provision of related dentistry services, through licensed professionals employed by it, and to employ such non-licensed personnel as may be appropriate to facilitate the provision of dental services;

- (b) to contract with one or more parties to manage all or a portion of its dentistry practice;
- (c) to invest in real estate, mortgages, stocks, bonds, any other type of investments, including but not limited to ownership interests in entities engaged in the provision of dental services;
- (d) to own or lease real and personal property necessary for the rendering of the above professional services;
- (e) to borrow money and contract debts when necessary for the transaction of its business or for the exercise of its rights, privileges or franchises, or for other lawful purposes; to issue promissory notes and other obligations and evidences of indebtedness payable at a specified time or times and secured by mortgages or otherwise; and
- (f) in general, to have and exercise all powers conferred by the laws of Florida upon professional limited liability companies, and to do any and all things hereinabove set forth to the same extent as a natural person might or could do.

ARTICLE VI. MEMBERS MUST BE LICENSED

- (a) Persons who have interests in the capital of the Company are referred to herein as "Members." In accordance with the applicable provisions of Chapter 621, Florida Statutes, each Member of the Company must be a professional corporation, a professional limited liability company, or a natural person who is duly licensed or otherwise legally authorized to render dental services. Any person not meeting the standards set forth in the foregoing sentence (a "Disqualified Person") is hereby deemed not qualified to own an interest in the capital of the Company and may not be a Member.
- (b) In the event a Member becomes a Disqualified Person, the Disqualified Person's ownership interests in the Company are redeemed and shall be deemed to have been redeemed and cancelled effective as of the date of occurrence of the event which caused such Disqualified Person to be disqualified (the "Disqualification Event"). No ownership interests held by the Disqualified Person shall be considered outstanding upon and after the date of the Disqualification Event, the Disqualified Person shall not be entitled to vote or participate in any Company or Member action and shall cease to be a Member, manager, employee, officer, or agent of the Company immediately effective as of the Disqualification Event, and the sole right and entitlement of the Disqualified Person shall be to receive redemption consideration for the interests in the Company held by the Disqualified Person. The Disqualification Events, the redemption consideration to be paid and the terms of payment shall be as set forth in the operating agreement of the Company.
- (c) Notwithstanding paragraph (b) above, if the sole Member of this Company is or becomes a Disqualified Person, then and in that event the Company shall promptly amend these Articles or take such other legal action as shall be necessary or appropriate to cause the Company to change its business purpose from the rendering of professional services to provide for any

other lawful purpose by amending these Articles in the manner specified herein and under applicable law, and the Company shall be removed from the provisions of Chapter 621, Florida Statutes, including, but not limited to, the right to practice a profession.

ARTICLE VII. MANAGEMENT

This Limited Liability Company shall be a manager-managed limited liability company. The initial manager of this Limited Liability Company, and the address of said manager, shall be Kevin Kunz, D.D.S., 4802 Kensington Park Blvd., Orlando FL 32810. Additionally, the number, authority, limitations on such authority of the manager(s), and the designation of any such successor manager(s) to the initial manager named hereinabove, shall be as specified in the operating agreement of this Limited Liability Company.

The undersigned, being the Authorized Representative, hereby certifies that the foregoing constitutes the Articles of Organization of KUNZ ENDODONTICS, LLC.

Executed by the undersigned on August 21, 2019.

Kevin Kunz, D.D.S., Authorized Representative

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT ACKNOWLEDGMENT OF REGISTERED AGENT

Pursuant to Section 605.0113, Florida Statutes, I agree to act in the capacity of Registered Agent for KUNZ ENDODONTICS, PLLC and will comply with the provisions of all statutes relative to the proper and complete performance of my duties. I am familiar with and accept the obligations of Section 605.0113.

DATED this 21 day of August, 2019.

Chestnut Business Services, PLLC

Michael D. Magitlson

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