

Law Offices Of  
Steven A. Mason, P.A.

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Steven A. Mason

ADMITTED IN FLORIDA,  
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February 2, 2000

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\*\*\*\*\*78.75 \*\*\*\*\*78.75

Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Re: LAKE DENTAL CENTER, P. A.

Dear Ladies and Gentlemen:

Enclosed please find the original and one copy of Articles of Incorporation, together with our Trust Account Check No. 12100, in the amount of \$78.75 representing the following:

Filing fee:	\$	70.00
Certified copy of Articles:		8.75
	\$	78.75

I have also enclosed a self addressed stamped envelope for your convenience in returning a certified copy of the Articles to this office.

If you should have any questions please contact our office.

Sincerely yours,

LAW OFFICES OF STEVEN A. MASON, P. A.

By:

Linda R. Feldman, Certified Paralegal

lrf  
Encls.

FILED  
00 FEB -7 PM 1:21  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

2-7-00

**ARTICLES OF INCORPORATION**  
**OF**  
**LAKE DENTAL CENTER, P.A.**

**ARTICLE ONE**

**NAME and ADDRESS**

The name of the corporation is the LAKE DENTAL CENTER, P. A., a for-profit Florida corporation, located at 2411 10<sup>th</sup> Avenue, North Lauderside Plaza, Lake Worth, FL 33461.

**ARTICLE TWO**

**DURATION**

The term of existence of the Corporation is perpetual, and the corporate existence will commence with the filing of these Articles of Incorporation with the Florida Department of State

**ARTICLE THREE**

**PURPOSES**

The purposes for which the Corporation is organized are: 1) to conduct a dental practice as a professional service corporation, in accordance with the provisions of Chapters 607 and 621, Florida Statutes; and 2) to engage in any business at any location in the State of Florida, as may be authorized by Florida law, as aforesaid.

**ARTICLE FOUR**

**DIRECTOR**

There shall be one (1) member of the Board of Directors of the Corporation, who shall be a duly licensed dentist, and who is legally authorized to perform dental services within the State of Florida.. The name and address of the person who is to serve as the initial director until the first election is as follows:

<u>Name</u>	<u>Address</u>
Douglas Peterson, D. D. S. President, Secretary, Treasurer	2411 10 <sup>th</sup> Avenue North Lauderside Plaza, Lake Worth, FL 33461

**ARTICLE FIVE**

**REGISTERED OFFICE AND AGENT**

The initial registered office of the Corporation shall be located at 3363 Sheridan Street, Suite 201, Hollywood, FL 33021. The initial registered agent of the Corporation at that address shall be Steven A. Mason, Esq.

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00 FEB -7 PM 1:21  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## **ARTICLE SIX**

### **QUALIFICATIONS OF OFFICERS, DIRECTORS AND SHAREHOLDERS**

All officers, directors and shareholders must be duly licensed to render professional dental services within the State of Florida to be eligible to hold said offices. In the event of license suspension, lapse or revocation, such persons shall automatically become disqualified to so act, as of the effective date thereof.

## **ARTICLE SEVEN**

### **LIMITATION ON ISSUANCE AND TRANSFER OF OWNERSHIP**

This corporation may issue its capital stock only to a professional corporation, a professional limited liability company, or an individual who is duly licensed to practice dentistry, or otherwise legally authorized to render dental services. No shareholder of this corporation may enter into a voting trust agreement or any other type agreement vesting another person with the authority to exercise the voting power of any or all of that person's stock.

## **ARTICLE EIGHT**

### **ALIENATION OF SHARES AND OWNERSHIP INTERESTS**

No shareholder may sell or transfer his or her shares in this corporation, except to another professional corporation, professional limited liability company, or individual, each of which must be eligible to be a shareholder of this corporation.

## **ARTICLE NINE**

### **CAPITAL OF CORPORATION**

There shall be one class of stock, and there shall initially be one hundred (100) shares authorized and issued, with NO PAR value. The initial capital of the corporation shall be One Hundred Dollars (\$100.00).

## **ARTICLE TEN**

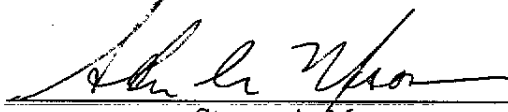
### **INCORPORATORS**

The name and residence address of the subscriber of these Articles of Incorporation is:

<u>Name</u>	<u>Address</u>
Douglas Peterson, D. D. S.	2411 10 <sup>th</sup> Avenue North Lauder side Plaza, Lake Worth, FL 33461

**ACKNOWLEDGMENT**

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provisions of the Florida For-Profit Corporation Act relative to keeping open said office. (Chapter 607, Florida Statutes)



Steven A. Mason

This instrument was prepared by:

Steven A. Mason, Esq.  
3363 Sheridan St., #201  
Hollywood, FL 33021

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00 FEB -7 PM 1:21  
STATE  
TALLAHASSEE, FLORIDA

**ARTICLE ELEVEN**

**VOTING RIGHTS**

Each shareholder in good standing and duly licensed or otherwise legally authorized to practice dentistry shall be entitled to one vote per share owned at any regular or special Corporation meeting at which he/she is present. Proxy voting will not be permitted at any Corporation meeting or election.

**ARTICLE TWELVE**

**AMENDMENTS**

SECTION 1: Amendments to the By-Laws and these Articles may be proposed by the Board of Directors or by written petition addressed to the Secretary, signed by twenty percent (20%) of the shareholders in good standing and entitled to vote. Amendments proposed by such petition shall be promptly considered by the Board of Directors and must be submitted to the shareholders by the Secretary with recommendations of the Board for a vote within three (3) months of the date when the petition was received by the Secretary.

SECTION 2: The By-Laws and these Articles may be amended by a two-thirds (2/3) vote of the shareholders present and voting at any regular or special meeting called for the purpose, provided the proposed amendments have been included in the notice of the meeting and mailed to each member at least one (1) week prior to the date of the meeting.

IN WITNESS WHEREOF, I have subscribed my name this 26 day of January, 2000.

  
DOUGLAS PETERSON, D. D. S., Incorporator

**ACKNOWLEDGMENT**

STATE OF FLORIDA

PALM BEACH  
COUNTY OF ~~BROWARD~~

On this 26 day of January, 2000, before me, the undersigned authority, personally appeared Douglas Peterson, D.D.S., personally known to me to be the person whose name is subscribed to the within instrument, or who produced the following identification: HDL P 362-164-57-389-0 and who acknowledged that he executed the same for the purposes therein contained. EX: 10-2904

IN WITNESS WHEREOF, I have hereunto set my hand and official seal this date.

My commission expires:

