

CAPITAL CONNECTION, INC.

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James C. Dozier, M.D.
P.A.

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☒ Art of Inc. File

___ LTD Partnership File

___ Foreign Corp. File

___ L.C. File

___ Fictitious Name File

___ Trade/Service Mark

___ Merger File

___ Art. of Amend. File

___ RA Resignation

___ Dissolution / Withdrawal

___ Annual Report / Reinstatement

☒ Cert. Copy

___ Photo Copy

___ Certificate of Good Standing

___ Certificate of Status

___ Certificate of Fictitious Name

___ Corp Record Search

___ Officer Search

___ Fictitious Search

___ Fictitious Owner Search

___ Vehicle Search

___ Driving Record

___ UCC 1 or 3 File

___ UCC 11 Search

___ UCC 11 Retrieval

___ Courier

FILED

00 MAR -9 PM 3:25

RECEIVED

00 MAR -9 PM 2:32

SECRETARY OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Signature

Requested by:

Name

Date

Time

Walk-In

Will Pick Up

3/9/00 1:32

2-2-00

ARTICLES OF INCORPORATION
OF
JAMES C. DOZIER, M.D., P.A.

FILED
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SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned incorporator, for the purpose of forming a professional corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation.

ARTICLE I

The name of the corporation shall be: **JAMES C. DOZIER, M.D., P.A.**

ARTICLE II

The nature of the business and the objects and purposes proposed to be transacted and carried on and which this corporation is authorized to engage in shall be solely to practice the profession of medicine, and it shall engage in no other business except rendering such professional service as may be provided by duly authorized practitioners of said profession.

ARTICLE III

The amount of capital stock authorized for the corporation is a maximum of one thousand (1,000) shares of common stock having a par value of One Dollar (\$1.00) per share, and which shall be issued as fully paid and nonassessable.

None of the shares of the capital stock of this corporation shall be issued or sold to anyone other than an individual who is duly licensed or otherwise legally authorized to render the professional services of a dentist under the laws of the State of Florida.

ARTICLE IV

Every shareholder, upon the sale for cash of any new stock of the corporation of the same kind, class or series, as to that which such shareholder already holds, shall have the right to purchase the shareholder's pro rata share thereof (as nearly as may be done without issuance of a fractional share) at the price at which it is offered to other.

ARTICLE V

This corporation shall have a perpetual existence, unless sooner dissolved according to law.

ARTICLE VI

The street address of the initial registered office of the corporation is 4813 Wood Duck Circle, Vero Beach, Florida, 32967, and the name of the initial registered agent of the corporation at that address is James C. Dozier, M.D.

ARTICLE VI

The principal place of business of the corporation is to be 4813 Wood Duck Circle, Vero Beach, Florida, 32967, with the privilege of having branch offices at other places within or without the State of Florida as may be designated.

ARTICLE VIII

The names and addresses of the officers of this corporation who shall hold office for the first year or until their successors are chosen and have qualified are as follows:

<u>NAME AND ADDRESS</u>	<u>OFFICE</u>
JAMES C. DOZIER, M.D.	President/Secretary/Treasurer

ARTICLE IX

The business of the corporation shall be managed and its corporate powers exercised by a Board of Directors of not less than one (1) nor more than three (3) directors, who shall be of full age and at least one shall be a citizen of the United States. The directors need not be stockholders. The names and addresses of each member of the first Board of Directors are as follows:

<u>NAME</u>	<u>ADDRESS</u>
JAMES C. DOZIER, M.D.	4813 Wood Duck Circle Vero Beach, FL 32967

ARTICLE X

The name and street address of the incorporator of these Articles of Incorporation is James C. Dozier, M.D., 4813 Wood Duck Circle, Vero Beach, FL 32967

ARTICLE XI

In furtherance and not in limitation of the powers conferred by the laws of the State of Florida, the Board of Directors is expressly authorized:

To make and alter the Bylaws of this corporation;

To fix the amount to be reserved as working capital over and above the paid-in capital stock of this corporation;

To borrow money for the use of the corporation and to authorize and cause to be executed mortgages and liens upon the real and personal property of this corporation;

If the Bylaws so provide, to designate two or more of its number to constitute an Executive Committee, which Committee shall, for the time being, as provided in said resolution or Bylaws of this corporation, have and exercise any or all of the powers of the Board of Directors in the management of the business and affairs of the corporation and have power to authorize the seal of this corporation to be affixed to all papers which may require it.

This corporation may, in its Bylaws, confer power upon its directors in addition to the foregoing and in addition to the powers and authorities conferred upon them by statute.

ARTICLE XII

In case of loss or destruction of a certificate of stock, no new certificate shall be issued in lieu thereof, except upon satisfactory proof to the Board of Directors of such loss or destruction and upon the giving of satisfactory security by bond or otherwise against loss to the corporation. Any such new certificate shall be plainly marked "duplicate" upon its face.

ARTICLE XIII

No contract or other transaction between the corporation and any other corporation shall be affected or invalidated by the fact that any one or more of the directors of this corporation is or are in, or is a director or officer, or are directors or officers of, such other corporation, and any director or directors individually or jointly may be a party or parties to, or may be interest in, any contract or transaction of this corporation or in which this corporation is interested, and no contract, act or transaction of this corporation with any person or persons, firm or corporation, shall be affected or invalidated by the fact that any director or directors of this corporation is a party or are parties to, or interested in, such contract, act or transaction, or in any way connected with such person or persons, firm or corporation, and each and every person who may become a director of this corporation is

hereby contracting with the corporation for the benefit of himself or any firm, association or corporation in which he may be in any way interested.

ARTICLE XIV

The corporation or the stockholders may include in their agreement between themselves the following as valid matters of agreement:

- A. Any limitation or restraint upon the transferability, alienation or assignment of stock;
- B. Any limitation or restraint upon the encumbrance or pledge of stock;
- C. Any agreements conferring preemptive right of purchase upon stockholders as conditions precedent to the sale of any stock;
- D. Management agreements, solicitation agreements or other employment agreements with persons who may or may not be stockholders; and
- E. Any and all such other agreements as may be reasonably necessary in the ownership, conduct or furtherance of the business of the corporation and to implement the said agreement by Bylaws of the corporation.

ARTICLE XV

The corporation reserves the right to amend, alter, change or repeal any provision contained in this certificate of Articles of Incorporation in the manner now or hereafter prescribed by applicable provision of law, and all rights and powers conferred herein upon stockholders, directors, and officers are subject to this reserved power.

ARTICLE XVI

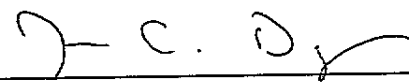
All the corporate powers set forth in Chapter 607 of the Florida Statutes, and in the Professional Service Corporation Act (Chapter 621 of the Florida Statutes) shall be applicable to this corporation, except that if any of the provisions of the Professional Service Corporation Act are interpreted to be in conflict with Chapter 607 of the Florida Statutes, the provisions as set forth in the Professional Service Corporation Act shall take precedence.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 7 day of March, 2000.


JAMES C. DOZIER, M.D.

ACCEPTANCE BY REGISTERED AGENT

Having been named as Registered Agent to accept process for the corporation at the place designated in this certificate, I hereby agree to act in this capacity and agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.


JAMES C. DOZIER, M.D., Registered Agent

Date: March 7, 2000

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SECRETARY OF STATE
TALLAHASSEE FLORIDA