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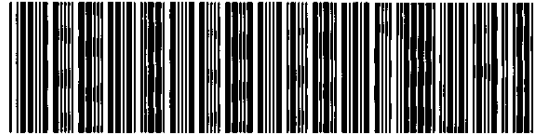
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09 MAY 18 AM 10:56
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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5/22/09
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FULLER & ASSOCIATES

ATTORNEYS AT LAW

BARRY J. FULLER
MEMBER FLORIDA AND CALIFORNIA BARS

May 15, 2009

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

**Re: ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF
ARGYLE DENTAL PROFESSIONALS, INC.**

Gentlemen:

Enclosed herewith please find original and two copies of Articles of Amendment for the above referenced as referenced above, together with my firm's check in the amount of \$35.00 for the filing fee. Please return a stamped copy showing receipt of same in the enclosed self-addressed, stamped envelope.

Sincerely yours,



Terri Wegmann
Paralegal to Barry J. Fuller

tbw:
Enclosures

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
ARGYLE DENTAL PROFESSIONALS, INC.**

**Florida Department of State, Division of Corporations Document Number
P00000115076**

FILED
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SECRETARY OF STATE
TALLAHASSEE FLORIDA

Pursuant to the provisions of Section 607.1006, Florida Statutes, the undersigned Florida corporation adopts the following Articles of Amendment to its Articles of Incorporation.

**FIRST AMENDMENT
ARTICLE I - NAME**

The name of this corporation shall be **ARGYLE DENTAL PROFESSIONALS, P.A.**, a Florida corporation.

**SECOND AMENDMENT
ARTICLE III - CAPITAL STOCK**

3.1. **NUMBER AND TYPE.** The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is 1000 shares at no par value.

3.2. **RESTRICTIONS ON ISSUANCE AND TRANSFER.** No share of stock of this Corporation shall be issued or transferred to any person who is not a dentist duly licensed to practice dentistry in the State of Florida.

**THIRD AMENDMENT
NEW ARTICLE IX - PROFESSIONAL SERVICES**

The professional services of the Corporation shall be rendered only through officers, employees and agents who are duly licensed or otherwise legally authorized to practice dentistry within the State of Florida. Professional services shall be rendered in each case by the officer, employee, or agent designated solely by the Corporation, acting through its duly elected officer, and no officer, employee, or agent except those so duly authorized shall enter into any contract, written or verbal, for professional services with any patient. This provision shall not be applicable to the extent that it conflicts with the law or professional rules or regulations governing the practice of medicine by this Professional Corporation or its licensed employees and agents.

FOURTH AMENDMENT
NEW ARTICLE X - INTERESTED DIRECTORS AND OFFICERS

A director or officer of the Corporation shall not be disqualified from office solely because the director or officer dealt or contracted with the Corporation as a vendor, purchaser, employee, agent, or otherwise. No act of the Corporation shall be void or voidable by reason of the fact that any director or officer of this Corporation is also a member of a firm; an officer, director, shareholder or trustee of a corporation; a trustee or beneficiary of a trust; or otherwise connected with any other enterprise that is in any way interested in the act. The fact that the director or officer, or that the firm, corporation, trust, or other entity is interested shall be disclosed to the members of the board present at any meeting of the Board of Directors at which action on the transaction is taken. The transaction must be authorized by an affirmative vote of the a majority of the directors who have no direct or indirect interest in the transaction. Any interested director may be counted in determining the existence of a quorum at any meeting of the Board of Directors that authorizes or takes actions in respect to any such transaction. No interested director may vote to authorize, ratify, or approve the transaction. Without limiting or qualifying the foregoing, if in any judicial or other inquiry, suit, cause, or proceeding, the question of whether a director or officer of the Corporation has acted in good faith is material, and notwithstanding any statute or rule of law or of equity to the contrary, his or her good faith shall be presumed, in the absence of clear and convincing evidence and proof to the contrary.

FIFTH AMENDMENT
NEW ARTICLE XI - INDEMNIFICATION

To the extent the law permits, the Corporation shall indemnify each of its officers, directors, and employees, whether or not then in office, and his or her heirs and legal representatives, against all expenses, judgments, decrees, fines, penalties, or other amounts actually and reasonably incurred, in settlement of, or in connection with the defense of any pending or threatened action, suit, or proceeding, civil or criminal, to which he or she is or may be made a party by reason of having been a director, officer, or employee of the Corporation. Without limitation, the term "expenses" shall include all counsel fees, expert witness fees, court costs and any other costs of a similar nature.

SIXTH AMENDMENT
NEW ARTICLE XII - ELECTION UNDER PROFESSIONAL CORPORATION ACT

The Corporation elects to be governed by the provisions of the Professional Service Corporation and Limited Liability Company Act of the State of Florida.

ADOPTION OF AMENDMENTS

The date of adoption of these Amendments is May 6, 2009. These Amendments were adopted by the shareholders and the number of votes cast for the Amendments was sufficient for approval.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment this 6th day of May, 2009.

ARGYLE DENTAL PROFESSIONALS, INC.
A Florida Corporation

Re-Named As: **ARGYLE DENTAL PROFESSIONALS, P.A.**
A Florida Corporation


By: **GLENN W. FORHAN**
Its: President

STATE OF FLORIDA :
COUNTY OF CLAY :

BEFORE ME, the undersigned authority, personally appeared **GLENN W. FORHAN**, as President of **ARGYLE DENTAL PROFESSIONALS, P.A.**, who is known to be the person described in and who subscribed the above Articles of Amendment, and did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the uses and purposes described therein mentioned.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal this 6th day of May, 2009, in the County and State aforesaid.



NOTARY PUBLIC
State of Florida at large

BARRY J. FULLER
Notary Public, State of Florida
My comm. exp. July 11, 2009
Comm. No. DD 411680