

P02000000165

RECEIVED DATE  
12-28-01

FILED  
01 DEC 31 AM 11:03  
SECRETARY OF STATE  
TALLAHASSEE, FL 32301  
(727) 896-1600  
Fax (727) 894-4444

Law Office of  
**David B. McEwen, P.A.**

150 Second Avenue North  
Suite 1500  
St. Petersburg, FL 33701

E-mail: dbmcewen@tampabay.rr.com  
Or dbmcpao@justice.com

December 27, 2001

Corporate Records Bureau  
Division of Corporations  
Department of State  
P. O. Box 6327  
Tallahassee, FL 32301

400004744824--2  
-12/31/01--01053--008  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Re: Christine Rudman, D.D.S., P.A.

Gentlemen:

Enclosed please find the Articles of Incorporation with reference to the above corporation, together with a check in the amount of \$78.75 to cover the following fees:

Filing Fee	\$35.00
Certified Copy	8.75
Registered Agent Fee	<u>35.00</u>
<b>TOTAL:</b>	<b>\$ 78.75</b>

Please file the original Articles and return to me a certified copy of same. Thank you.

Sincerely,

  
David B. McEwen

DBM:gm  
Enclosure

cc: Dr. Christine Rudman (enclosure)  
Elizabeth Crawford, CPA (enclosure)

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**Articles of Incorporation of**  
**Christine Rudman, D.D.S., P.A.**  
**A Florida Professional Corporation**

**EFFECTIVE DATE**  
12-28-01  
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**CLERK OF STATE**  
**TALLAHASSEE, FLORIDA**

**ARTICLE 1. NAME.** The name of this corporation is the Christine Rudman, D.D.S., P.A.

**ARTICLE 2. ENABLING LAW.** This corporation is organized pursuant to Chapter 621, the Florida Professional Service Corporation and Limited Liability Company Act of the State of Florida, as set forth in the Florida Statutes.

**ARTICLE 3. PURPOSE.** The purpose for which the Corporation is organized shall be to engage in and carry on all branches of the practice of dentistry within the State of Florida and to do those things that are necessary or proper in connection with that practice.

**ARTICLE 4. TERM.** This Corporation shall have a perpetual existence, commencing Friday, December 28, 2001.

**ARTICLE 5. CAPITAL STOCK.** The corporation is authorized to issue 7,500 shares of capital stock, all of one class, at \$1.00 par value.

**ARTICLE 6. INCORPORATOR.** The name and address of the Incorporator signing these Articles of Incorporation is:

David B. McEwen, Esquire  
150 Second Avenue N., Suite 1500  
St. Petersburg, FL 33701

**ARTICLE 7. BOARD OF DIRECTORS.** The corporation shall have one (1) director initially. The number of directors may be increased or decreased from time to time by an amendment of the Bylaws duly adopted in the manner provided by law, but that number shall never be less than one (1). Directors shall be elected annually by majority vote of the shareholders. The name and address of the initial director is:

Christine Rudman, DDS, Suite 410, 2454 McMullen-Booth Road, Clearwater, Florida 33759

**ARTICLE 8. INITIAL PRINCIPAL OFFICE AND REGISTERED AGENT.** The address of this Corporation's initial principal office in the State of Florida is Suite 1500, 150 Second Avenue North, St. Petersburg, Florida 33701.

The name of this Corporation's initial registered agent is David B. McEwen, Esquire, 150 Second Avenue North, Suite 1500, St. Petersburg, Florida 33701.

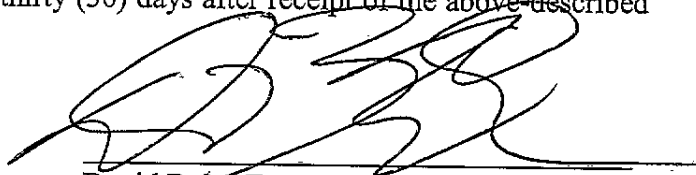
**ARTICLE 9. PRINCIPAL OFFICE.** The corporation's principal office and mailing address are as follows:

Suite 1500, 150 Second Avenue North, St. Petersburg, Florida 33701

**ARTICLE 10. BYLAWS.** Bylaws will be hereinafter adopted by the Board of Directors. Such Bylaws may be amended or repealed, in whole or in part, in the manner provided therein. Any amendments to the Bylaws shall be binding on all shareholders.

**ARTICLE 11. AMENDMENT TO ARTICLES.** The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

**ARTICLE 12. SHAREHOLDER LIMITATIONS AND PREEMPTIVE RIGHTS.** 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. Each shareholder of the corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in the corporation that may from time to time be issued (whether or not presently authorized), including shares from the treasury of this corporation, in the ratio that the number of shares held by such shareholder at the time of the stock issue or sale bears to the total number of shares outstanding exclusive of treasury shares as nearly as may be done without the issuance of fractional shares. This preemptive right shall be deemed waived by any shareholder who fails to pay for the appropriate number of shares preempted within thirty (30) days after a written notice is received by such shareholder inviting the shareholder to exercise his preemptive rights. Such notice shall include the price, terms, and other conditions of the proposed stock issue or sale. This preemptive right may also be waived by an affirmative written waiver submitted by the shareholder to the corporation within thirty (30) days after receipt of the above-described notice.



David B. McEwen, Incorporator

STATE OF FLORIDA     )  
COUNTY OF PINELLAS )

I HEREBY CERTIFY that on this day, before me, an officer duly authorized to take acknowledgments in the State and County above, personally appeared David B. McEwen, to me well known to be the person described in and who executed the foregoing instrument and he acknowledged before me that he executed the same freely and voluntarily for the purpose therein expressed.

WITNESS my hand and official seal in the State and County named above this 27<sup>th</sup> day of December, 2001.

My Commission Expires:



Corinne S. Antesberger  
NOTARY PUBLIC

Printed name: \_\_\_\_\_  
Commission # \_\_\_\_\_

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT  
UPON WHOM PROCESS MAY BE SERVED

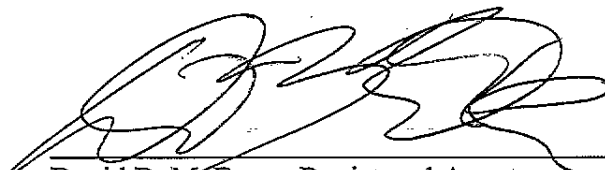
The following is submitted in compliance with Chapter 48.091 and Chapter 607.051, et seq., of the Florida Statutes:

**Christine Rudman, D.D.S., P.A.**, desiring to organize under the laws of the State of Florida with its registered office, as indicated in the Articles of Incorporation at the City of St. Petersburg, County of Pinellas, State of Florida, has named David B. McEwen, Esquire, 150 Second Avenue North, Suite 1500, St. Petersburg, Florida 33701, as its agent to accept service of process within this state.

ACCEPTANCE:

Having been named to accept service of process for the above-named corporation, at the place designated in this certificate, I hereby accept the appointment to act in this capacity and agree to comply with Florida law relative to keeping said office open.

Dated: December 27, 2001.

  
David B. McEwen, Registered Agent

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01 DEC 31 AM 11:03  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA