

Wednesday, January 09, 2002 9:59 AM

David Weisman 954 925-5336

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\*\* JOB STATUS REPORT

AS OF DEC 12 01 3:38 PM PAGE. 01

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## Florida Department of State

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## FLORIDA PROFIT CORPORATION OR P.A.

Richard S. Morrow, DMD, P.A.

Certificate of Status	0
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FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

December 12, 2001

ABRAMS ANTON PA

SUBJECT: RICHARD S. MORROW, DMD, P.A.  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
RICHARD S. MORROW, DMD, P.A.

The undersigned does hereby subscribe to, acknowledge and file the following Articles of Incorporation for the purpose of creating a Professional Service Corporation under the laws of the State of Florida:

1. NAME. The name of this corporation and the mailing address of the corporation are:  
**RICHARD S. MORROW, DMD, P.A.**, 11510 NW 56<sup>TH</sup> Drive, Apt. 109, Coral Springs, FL 33076.

2. PURPOSE. The Corporation is organized for the purpose of operating a dental practice and transacting any and all business for which corporations may be formed under Chapter 621 of the Florida Statutes, as a Florida Professional Service Corporation as amended from time to time, except that the Corporation shall not render professional services except through its officers, employees and agents who are duly licensed or otherwise legally authorized to render such professional services within the State of Florida.

3. CAPITAL STOCK. This corporation is authorized to issue One Thousand (1,000) shares of One (\$1.00) Dollar par value common stock, which shall be designated as "Common Shares." All of said stock shall be payable in cash, property (real or personal) or labor or services in lieu thereof at a just valuation to be fixed by the Board of Directors.

4. DURATION. This corporation shall commence its corporate existence on the date of filing of these Articles of Incorporation with the Secretary of State and shall exist perpetually thereafter until sooner dissolved according to law.

5. INITIAL BUSINESS OFFICE AND REGISTERED AGENT. The mailing address of the initial business office of this corporation is: 11510 NW 56TH Drive, Apt. 109, Coral Springs, FL 33076, and the name of the initial registered agent of this corporation is DAVID WEISMAN whose address is 2021 Tyler Street, Hollywood, Florida 33020.

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6. INITIAL BOARD OF DIRECTORS AND OFFICERS. This corporation shall have ONE (1) director initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The name and address of the directors of this corporation are:

**RICHARD S. MORROW, DMD**  
11510 NW 56<sup>TH</sup> Drive, Apt. 109  
Coral Springs, FL 33076

The initial officers of the corporation will be:

President and Secretary: **RICHARD S. MORROW**

8. INCORPORATOR. The names and address of the person signing these Articles are:  
**RICHARD S. MORROW, DMD** 11510 NW 56<sup>TH</sup> Drive, Apt. 109, Coral Springs, FL 33076.

9. INDEMNIFICATION. The corporation shall indemnify any officer or director or any former officer or director, to the fullest extent permitted by law either now existing or hereafter enacted.

10. BY-LAWS. The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the Shareholders, but the Board of Directors may not alter, amend or repeal any By-Laws adopted by the Shareholders if the Shareholders provide that such By-Laws shall not be altered, amended or repealed by the Board of Directors.

11. AMENDMENTS. This 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.

IN WITNESS WHEREOF, the undersigned as incorporator has executed these Articles of Incorporation, this Dec. 10, 2001.

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Richard S. Morrow, DMD  
**RICHARD S. MORROW, DMD**

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

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First: That, **RICHARD S. MORROW, DMD, P.A.**, desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at 11510 NW 56TH Drive, Apt. 109, Coral Springs, FL 33076, has named **DAVID WEISMAN** whose address is 2021 Tyler Street, Hollywood, Florida 33020 as its agent to accept service of process within this State.

**ACKNOWLEDGMENT OF DESIGNATED AGENT:**

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 provision of said Act relative to keeping open said office.

  
DAVID WEISMAN

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