# prporations 000010273

## Florida Department of State

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To:

Division of Corporations

Fax Number : (850) 205-0381

From:

Account Name : HARRISON, SALE, MCCLOY & THOMPSON

Account Number : 076630000526

: (850)769-3434

Fax Number

: (850)769-6121

### FLORIDA PROFIT CORPORATION OR P.A.

F. REESE HARRISON, P.A.

Certificate of Status	1
Certified Copy	1
Page Count	07
Estimated Charge	\$87.50

SECRETARY OF STATE ON SECRETARY OF CORPORATIONS

#### ARTICLES OF INCORPORATION

OF

#### F. REESE HARRISON, P.A.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

#### ARTICLE I

#### <u>NAME</u>

The name of this for-profit corporation is F. REESE HARRISON, P.A.

#### **ARTICLE II**

### PURPOSE AND NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation is the practice of dentistry by dentists licensed to practice in the State of Florida.

The investment of funds in real éstate, mortgages, stocks, bonds, or any other type of investments.

Franklin R. Harrison, Esq. Florida Bar # 0142350 Harrison, Sale, McCloy & Thompson Post Office Box 1579 Panama City, Florida 32402-1579 (850) 769-3434

To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes, and other evidences of indebtedness, and execute such mortgages, transfers of corporate property, or other instruments to secure the payment of corporate indebtedness as required.

To purchase the corporate assets of, merge, or consolidate with any other domestic corporation engaged in the same character of business.

The redemption, purchase, retention, sale, and transfer of its own capital stock.

The creation of employee benefit plans and trusts incidental thereto.

#### ARTICLE III

#### ADDRESS OF PRINCIPAL OFFICE

The principal office of this corporation and its mailing address is 600 Ohio Avenue, Lynn Haven, Florida, 32444.

#### ARTICLE IV

#### DURATION

This for-profit corporation shall have perpetual existence.

#### ARTICLE V

#### CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is:

One Hundred (100) shares of common stock having a nominal or par value of Ten Dollars (\$10.00) per share.

#### **ARTICLE VI**

#### **INITIAL\_CAPITAL**

The amount of capital with which this corporation will begin business is \$1,000.00.

#### ARTICLE VII

#### INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 600 Ohio Avenue, Lynn Haven, Florida, 32444, and the name of the initial registered agent of this corporation at that address is F. Reese Harrison.

#### **ARTICLE VIII**

#### INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the by-laws adopted by the stockholders, but shall never be less than one (1). The name and address of the initial sole director of this corporation is:

F. Reese Harrison 600 Ohio Avenue Lynn Haven, Florida 32444

#### ARTICLE IX

#### SUBSCRIBER

The name and street address of each subscriber of these Articles of Incorporation, the number of shares of stock each agrees to take and the value of the consideration therefor are:

Name and Address

**Shares** 

100

Consideration

F. Reese Harrison 600 Ohio Avenue Lynn Haven, Florida 32444

\$1,000.00

ARTICLE X

#### <u>AMENDMENT</u>

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at the stockholders' meeting by Fifty-One Percent (51%) of the sock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

#### **ARTICLE XI**

#### **OWNERSHIP OF CAPITAL STOCK**

No stock in this corporation shall be issued to anyone other than an individual who is a dentist licensed to practice in the State of Florida.

#### ARTICLE XII

#### TRANSFER OF CAPITAL STOCK

No stockholder shall sell or transfer his stock in the corporation without the unanimous approval, at a stockholders' meeting specifically called for such purpose, of all stockholders of the corporation; provided, however, that the shareholders may adopt by-laws providing for the purchase or redemption by the corporation of its shares.

#### **ARTICLE XIII**

#### **EFFECTIVE DATE**

These Articles of Incorporation shall become effective as of January 29, 2002, or as soon as provided by law.

These Articles were executed by this incorporator on the 29 day of January, 2002.

F. Reese Harrison

STATE OF FLORIDA COUNTY OF BAY

The foregoing instrument was acknown 2002, by F. Reese Harrison,	wledged before me this <u>21</u> day of January,
( ) who is personally known to me. ( ) who produced	as identification.
Signature of Notary Public Print name Kimberly Peets	Kimberly Peets  MY COMMISSION # DD073938 EXPIRES  December 8, 2005
My Commission Expires:	BONDED THRU TROY FAIN INSURANCE, INC.

December 8, 2005

### ACCEPTANCE OF REGISTERED AGENT

I, F. Reese Harrison, hereby accept appointment as the registered agent for F. Reese Harrison, P.A., at the registered office of 600 Ohio Avenue, Lynn Haven, Florida, 32444.

F. Reese Hamison

STATE OF FLORIDA COUNTY OF BAY

The foregoing instrument was acknowledged before me this 29 day of January, 2002, by F. Reese Harrison,

as identification.
Kimberly Peets  MYCOMMISSION # DD073938 EXPIRES  DBCember 8, 2005  BCNDED THRU TROYFAM INSURANCE, RKC

My Commission Expires:

December 8, 2005

DIVISION OF CORPORATIONS