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SECRETARY OF STATE TALLARIASSEE, FLORIDA

Mailing Address: Post Office Box 98 Port St. Joe, FL 32457-0098

#### Charles A. Costin

Cecil G. Costin, Jr. (1923 - 1990)

April 29, 2002

Florida Department of State Corporate Division Post Office Box 6327 Tallahassee, FL 32314

Re: Emerald Coast Dental Studios, Inc.

200005415952---E -05/01/02--01045--015 \*\*\*\*\*78.75 \*\*\*\*\*78.75

Dear Sir or Madam:

Enclosed is an original and one copy of the Articles of Incorporation for the above referred corporation. Please file the original, certify the copy, and return the certified copy to me at your earliest convenience. I have enclosed a check in the amount of \$78.75 to cover the fees.

Sincerely,

Kristy Lee

**Enclosures** 

FILED

#### ARTICLES OF INCORPORATION

OF

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SECRETARIA STATE
TALLAHASSEE, FLORIDA

### EMERALD COAST DENTAL STUDIOS, INC.

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation for profit, under Chapter 607 and Chapter 621, Florida Statutes, and do hereby certify that it has become such corporation under and pursuant to the following Articles of Incorporation.

#### ARTICLE I Name

The name of the corporation is "EMERALD COAST DENTAL STUDIOS, INC."

## ARTICLE II Duration

The corporation shall have perpetual existence, commencing on the date of filing of this agreement.

# ARTICLE III General Purpose Clause

The general nature of the business or businesses to be transacted by the corporation is to operate the office of a dental lab and to receive any contracts or assignments of contracts therefore or related thereto or connected therewith and to deal in and deal with any materials, equipment, devices or wares or

anything incidental to or required for or useful in connection with the above that can be advantageously carried on in conjunction with and incidental to any of the matter aforesaid. This corporation shall also have the power to transact any lawful business for which corporations may be incorporated to do under Chapter 607 and Chapter 621, Florida Statutes and amendments of supplements thereto, and any other Florida Statutes relating to corporations for profit.

## ARTICLE IV Capital Stock

The corporation is authorized to issue One Hundred (100) shares of One Cent (\$.01) par value common stock which shall be designated as common shares.

# ARTICLE V Initial Registered Office and Agent

The address of the initial registered office of this corporation is 212 Williams Avenue, Port St. Joe, Florida 32456. The name of the initial registered agent of this corporation will be Jonathan Buchans at 212 Williams Avenue, Port St. Joe, Florida 32456. The principal office address of this corporation is 210 Williams Avenue, Port St. Joe, Florida 32456.

# ARTICLE VI Initial Board of Directors and Officers

The company shall have four (4) directors initially. The executive positions (officers) of the directors are set forth

herein below and the respective offices held. The number of directors may be either increased or diminished from time to time as provided by the by-laws adopted by the stockholder. The name and address of the initial directors and officers are:

Katina Wadkins President 2026 Marvin Avenue Port St. Joe, FL 32456

Jonathan Buchans Vice-President 2026 Marvin Avenue Port St. Joe, FL 32456

James S. Tucker Secretary 2026 Marvin Avenue Port St. Joe, FL 32456

Carrie Tucker - Treasurer 2026 Marvin Avenue - Treasurer - Treasur

# ARTICLE VII Incorporators

The names and addresses of the incorporators signing these articles are:

Katina Wadkins

2026 Marvin Avenue

Port St. Joe, FL 32456

Jonathan Buchans

2026 Marvin Avenue

Port St. Joe, FL 32456

James S. TuckerCarrie Tucker2026 Marvin Avenue2026 Marvin AvenuePort St. Joe, FL 32456Port St. Joe, FL 32456

# ARTICLE\_VIII By-Laws

The power to adopt, alter, amend or repeal the by-laws shall be vested in the Board of Directors and shareholders.

# ARTICLE IX Initial Shareholders

Shares of capital stock of this corporation shall be issued initially to the following persons and in the amount set opposite their names:

Katina Wadkins	<u>-</u>	25	shares	common	stock
Jonathan Buchans		25	shares	common	stock
James S. Tucker	-	25	shares	common	stock
Carrie Tucker		25	shares	common	stock

## ARTICLE X Powers

This corporation shall have all the corporate powers enumerated in the Florida General Corporation Act, but it may not mortgage or pledge any or all of its property or assets without shareholder approval.

## ARTICLE XI Amendment

This corporation reserves the right to amend or repeal any provision contained in these articles of incorporation or any amendment hereto by a majority vote of the Board of Directors and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation on the 264 day of April, 2002.

EMERALD COAST DENTAL STUDIOS, INC.

By: <u>Matina Wadkins</u>

Katina Wadkins, Incorporator

By: Jonathan Buchans, Incorporator

By: James S. Tucker, Incorporator

By: Carrie Tucker, Incorporator

STATE OF FLORIDA COUNTY OF GULF

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at Port St. Joe, Florida, in the State and

County aforesaid on the day and year first above written.



Notary Public

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

First, that EMERALD COAST DENTAL STUDIOS, INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at Port St. Joe, Gulf County, Florida, has named Jonathan Buchans, 212 Williams Avenue, Port St. Joe, Florida 32456, as its agent to accept service of process within this State.

#### **ACKNOWLEDGMENT:**

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.

JONATHAN BUCHANS

Registered Agent

212 Williams Avenue Port St. Joe, Florida 32456