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epartment of State

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Division of Corporations

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COR AMND/RESTATE/CORRECT OR O/D RESIGN MCILWAIN FAMILY DENTISTRY, PA

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COVER LETTER

Department of State Amendment Section **Division of Corporations** P. O. Box 6327 Tallahassee, FL 32314

SUBJECT: MCILWAIN FAMILY	OENTISTRY ORPORATE NAME	, PA
Enclosed are an original and one (1) copy of the re ■ \$35.00 □ \$43.75 Filing Fee Filing Fee & Certificate of Status	S43.75 Filing Fee & Certified Copy	S52.50 Filing Fee. Certified Copy & Certificate of Status

FROM:	LIESER SKAFF ALEXANDER, PLLC		
	Name (Printed or typed)		
	403 N. HOWARD AVENUE		
	Address		
	TAMPA, FL 33606		
	City, State & Zip		
	813-280-1256		
Daytime Telephone number			
	mcilwain6@gmail.com		
	E-mail address: (to be used for future annual report notification)		

From: Danielle Sonntag Fax: 18132518715 To. Fax: (850) 617-6380 Page: 5 of 8 04/28/2023 3:09 PM

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AMENDED AND RESTATED ARTICLES OF INCORPORATION

OF

MCILWAIN FAMILY DENTISTRY, PA

The undersigned hereby adopt these Amended and Restated Articles of Incorporation under Section 617.1007 of the Florida Business Corporation Act and other laws of the State of Florida.

ARTICLE 1

Corporate Name

The name of this corporation (this "Corporation") shall be:

MCILWAIN FAMILY DENTISTRY CORP.

ARTICLE 2

Principal Address

The street address of the principal office of this Corporation is 26908 Foggy Creek Road, Bldg 23, Wesley Chapel, FL 33544.

ARTICLE 3

Purposes

This Corporation may, and is authorized to, engage in any business now or hereafter permitted under the laws of the State of Florida.

ARTICLE 4

Comorate Existence

This Corporation shall have a perpetual existence, commencing upon filing of the Articles of Incorporation.

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ARTICLE 5

Capital Stock

This corporation is authorized to issue 200 shares of voting common stock, without par value.

ARTICLE 6

Registered Office and Agent

The street address of the registered office of this Corporation is 403 N. Howard Avenue Tampa, FL 33606, and the name of the registered agent at such address is Lieser Skaff Alexander.

ARTICLE 7

Directors

The business of this Corporation shall be managed by its Board of Directors. The Board of Directors shall consist of at least three (3) members. The number of directors may be either increased or diminished from time to time, in the manner prescribed in the bylaws, but shall never be less than one (1). The names and addresses of the directors are as follows:

Leigh Ann Mcllwain, DMD	Michael Chiaramonte, DMD	Michael McIlwain, DMD
26908 Foggy Creek Road,	26908 Foggy Creek Road	26908 Foggy Creek Road
Bldg 23	Bldg 23	Bldg 23
Wesley Chapel, FL 33544	Wesley Chapel, FL 33544	Wesley Chapel, FL 33544

ARTICLE 8

<u>Incorporator</u>

The name and address of the Incorporator is:

NAME

Leigh Ann McIlwain, DMD	26908 Foggy Creek Road, Bldg 23
	Wesley Chapel, FL 33544

ADDRESS

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ARTICLE 9

Amendments

This Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by the bylaws of this corporation or other governing law, and any rights conferred on the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Directors of the Corporation have executed these Amended and Restated Articles of Incorporation this $[2\psi]$ day of April 2023.

MCILWAIN FAMILY CORP. (formerly, MCILWAIN FAMILY DENTISTRY, PA)

By:

Name:

MICHAEL MCILWAIN, DMD

Title:

Director

By:

Name:

EIGNANN MCILWAIN. DMD

Title:

Director

By:

Name:

MICHAEL CHIARAMONTE, DMD

Title:

Director

From: Danielle Sonntag

Fax: 18132518715

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Having been named as registered agent to accept service of process for MCILWAIN FAMILY CORP, at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Registered Agent

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ARTICLES OF RESTATEMENT TO THE ARTICLES OF INCORPORATION OF MCILWAIN FAMILY DENTISTRY, PA

Pursuant to Section 617.1007 of the Florida Business Corporation Act, the Articles of Incorporation of MCILWAIN FAMILY DENTISTRY, PA., a Florida professional corporation (the "Corporation") are hereby amended and restated as follows:

- 1. The name of the Corporation is MCILWAIN FAMILY DENTISTRY, P.A.
- 2. The Articles of Incorporation of the Corporation, as amended and restated, are attached hereto as Exhibit A (the "Amended and Restated Articles").
- 3. The amendments to, and restatement of, the Articles of Incorporation included in the Amended and Restated Articles, were adopted by the Board of Directors and approved by the shareholders pursuant to a Joint Action by Written Consent of the Board of Directors and Shareholders executed on April [26], 2023, as permitted by Sections 607.0704, 607.0821 and 607.1003 of the Florida Statutes.
- 4. The sole voting group entitled to vote on this amendment is comprised of the holders of common stock, and the number of votes cast for the amendment by such voting group was sufficient for approval by that voting group.

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IN WITNESS WHEREOF, the undersigned Directors of the Corporation have executed these Articles of Amendment and Restatement.

MCILWAIN FAMILY DENTISTRY, PA

Ву:

Name: MICHAEL MCILWAIN, DMD

Title:

Director

Date:

1/26/23

By:

Name:

MEIGHANN MCILWAIN, DMD

Title:

Director

Date:

04/26/23

By:

MICHAEL CHIARAMONTE, DMD

Title:

Name:

Director

Date:

4.26-22