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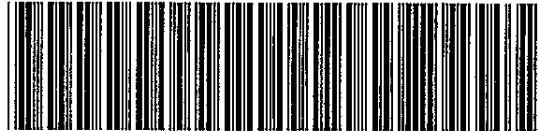
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CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 072100000032

REFERENCE : 449505 7200721

AUTHORIZATION :

*Patricia Pigott*

COST LIMIT : \$ 70.00

ORDER DATE : February 19, 2004

ORDER TIME : 10:46 AM

ORDER NO. : 449505-005

CUSTOMER NO: 7200721

CUSTOMER: Scott L. Glazier, Esq  
Glazier & Glazier, P.a.

Suite 504  
8825 Perimeter Park Blvd.  
Jacksonville, FL 32216

DOMESTIC FILING

NAME: RICHARD D. CARLSON, D.M.D.,  
P.A.

EFFECTIVE DATE:

XX        ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP  
       ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

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       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sara Lea - EXT. 2914

EXAMINER'S INITIALS: \_\_\_\_\_

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ARTICLES OF INCORPORATION  
OF  
RICHARD D. CARLSON, D.M.D., P.A.

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The undersigned incorporator to these Articles of Incorporation, a natural person competent to contract under the laws of the State of Florida, hereby presents these Articles for the formation of a corporation under the "Professional Service Corporation and Limited Liability Company Act" and other laws of the State of Florida.

ARTICLE I – NAME

The name of this Corporation is Richard D. Carlson, D.M.D., P.A.

ARTICLE II – PURPOSE

It is intended that this Corporation shall be a professional service corporation governed by the provisions of Chapter 621, Florida Statutes. The general nature of the business or businesses to be transacted is as follows:

To transact any lawful business and to exercise all powers granted to corporations by the laws of the State of Florida including, but not limited to, rendering professional dental services, and to do all things in connection therewith that are customarily done by licensed dentists under the laws of the State of Florida. However, no professional services shall be rendered by this Corporation except through its officers, employees, and agents who are duly certified, registered or licensed or otherwise legally authorized to render such professional services within this State.

To do all and everything necessary and proper for the accomplishment of the objects necessary or incidental to the benefit and protection of the Corporation, and in general, either alone or in association with other corporations, firms, partnerships, or individuals, to carry on any lawful pursuit necessary or incidental to the accomplishment of the purposes or the attainment of the objectives or the furtherance of such purposes or objects of this Corporation.

The foregoing paragraphs shall be construed as enumerating both objects and purposes of this Corporation; and it is hereby expressly provided that the foregoing enumeration of specific purposes shall not be held to limit or restrict in any manner the purposes of this Corporation otherwise permitted by law.

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The general nature of the business to be transacted by this Professional Service Corporation as described in this Article is intended to comply with Florida Statutes, Section 621.08.

### ARTICLE III – CAPITAL STOCK

The authorized capital of the Corporation shall be 10,000 shares of the common stock at a par value of \$1.00 per share.

### ARTICLE IV – TERM OF EXISTENCE

*This Corporation is to exist perpetually.*

### ARTICLE V – PREEMPTIVE RIGHTS

Every Stockholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

### ARTICLE VI – PRINCIPAL OFFICE AND MAILING ADDRESS

The initial street address of the principal office and the mailing address of this Corporation is 11362 San Jose Boulevard, Suite 7, Jacksonville, Florida 32223. The Board of Directors may from time to time move the principal office to any other address in Florida.

### ARTICLE VII – DIRECTORS

This Corporation shall have one (1) Director initially. The number of Directors may be increased or diminished from time to time, by Bylaws adopted by the Stockholders.

### ARTICLE VIII – INITIAL DIRECTORS AND OFFICERS

The name and street address of the member of the first Board of Directors are:

Richard D. Carlson, D.M.D.  
11362 San Jose Boulevard, Suite 7  
Jacksonville, FL 32223

The name, street address, and position of the initial officers of the Corporation are as follows:

Richard D. Carlson, D.M.D.  
11362 San Jose Boulevard, Suite 7  
Jacksonville, FL 32223

President / Secretary

#### ARTICLE IX – INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

Richard D. Carlson, D.M.D.  
11362 San Jose Boulevard, Suite 7  
Jacksonville, FL 32223

#### ARTICLE X – SECTION 1244 STOCK

The Board of Directors is authorized to issue "Section 1244 Stock" as defined by Section 1244 of the Internal Revenue Code of 1986, as amended.

#### ARTICLE XI – LIMITATIONS ON CORPORATE STOCK

This Corporation may not issue any of its capital stock to anyone other than a professional corporation, a professional limited liability company, or an individual who is duly licensed or otherwise legally authorized to render the same specific professional services as those for which the Corporation is incorporated. No shareholder of this Corporation may enter into a voting trust agreement vesting another person with the authority to exercise the voting power of any or all of that person's stock.

If any member, officer, shareholder, agent, or employee of this Corporation who has been rendering professional service to the public becomes legally disqualified to render such professional services within this state or is otherwise restricted from rendering such professional services or owning stock in this Corporation, that person shall sever all employment with, and financial interests in, this Corporation forthwith.

No stockholder of this Corporation may sell or transfer his shares of stock of this Corporation, except to another individual or entity, which is eligible to be a stockholder of this Corporation pursuant to Florida Statutes, Section 621.11.

ARTICLE XII – INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 8825 Perimeter Park Boulevard, Suite 504, Jacksonville, Florida 32216, and the name of the initial registered agent of this Corporation at that address is GLAZIER & GLAZIER, P.A.

ARTICLE XIII – AMENDMENT

These Articles of Incorporation may be amended, altered, or changed at any time, and from time to time, in the manner now or hereafter prescribed by the applicable Florida Statutes, and all rights conferred on a stockholder herein are granted subject to this reservation.

ARTICLE XIV – EFFECTIVE DATE


The existence of this Corporation shall commence on the date of filing of these Articles of Incorporation with the Secretary of State.

 (SEAL)  
RICHARD D. CARLSON, D.M.D.  
Incorporator

REGISTERED AGENT'S ACCEPTANCE

The undersigned, by execution hereof, hereby accepts all of the duties and responsibilities of a Registered Agent for RICHARD D. CARLSON, D.M.D., P.A., a Florida corporation, in accordance with Florida Statutes, Section 607.0501.

GLAZIER & GLAZIER, P.A.

By:  (SEAL)  
Scott L. Glazier  
Its: Vice President  
Registered Agent

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