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TALLAHASSEE FLORIDA

8/23/04

**Kenneth Gillespie, C.P.A., P. A.**

**Certified Public Accountant**

721 U.S. HIGHWAY ONE  
SUITE 121  
NORTH PALM BEACH, FL 33408-4519

Telephone: 561. 842.1933

Fax: 561. 842.1917

E-Mail Address: kgillesp@Quik.com

August 5, 2004  
Secretary of State  
Corporation Records Bureau  
P. O. Box 6327  
Tallahassee, FL 32314

To Whom It May Concern:

Please see the enclosed original and copy of the Articles of Incorporation for:

**Juno Beach Dental Specialists, Inc.**

Also enclosed is our check in the amount of \$70.00 to cover the charges of the Incorporation of said company.

If there are any questions regarding this application, please call us at the number listed above.

Sincerely,

*Kenneth Gillespie, CPA*

Kenneth Gillespie, C.P.A.  
Kenneth Gillespie, C.P.A., P.A.

enclosures: Articles of Incorporation in duplicate  
Check in the amount of \$70.00

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## **ARTICLES OF INCORPORATION**

**WE, THE UNDERSIGNED**, hereby associate ourselves together for the purpose of becoming a corporation under the laws of the State of Florida providing for the formation, liability, rights, privileges and immunities of corporations for profit.

### **ARTICLE I, NAME**

The name of the corporation shall be: **Juno Beach Dental Specialists, Inc.**

### **ARTICLE II, NATURE OF BUSINESS**

This corporation may engage in any activity or business permitted under the laws of The United States and of the State of Florida.

### **ARTICLE III, CAPITAL STOCK**

The maximum number of shares of stock that this corporation is allowed to have outstanding at any one time is 100 shares of Common Stock, of one dollar (\$ 1.00 ) par value.

### **ARTICLE IV, INITIAL CAPITAL**

The amount of capital with which this corporation will begin business will not be less than One Hundred Dollars (\$100.00)

### **ARTICLE V, TERM OF EXISTENCE**

This Corporation is to have perpetual existence.

### **ARTICLE VI, ADDRESS**

The initial street address in the State of the principal office of the Corporation shall be:

14155 U.S. Highway One, Suite 302  
Juno Beach, FL 33408

The Board of Directors may from time to time move the principal office to any other address in the State of Florida.

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## **ARTICLE VII, INITIAL BOARD OF DIRECTORS**

This corporation shall have one (1) Director initially. The number of Directors may be either increased or decreased by the by-laws adopted by the shareholders but shall never be less than one. The name and address of the Initial Director of this Corporation is:

Eros S. Chaves  
14155 U. S. Highway One, Suite 302  
Juno Beach, FL 33408

## **ARTICLE VIII, INCORPORATORS**

The name and address of the incorporator:

Eros S. Chaves  
14155 U. S. Highway One, Suite 302  
Juno Beach, FL 33408

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## **ARTICLE IX, BY-LAWS**

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

## **ARTICLE X, AMENDMENTS**

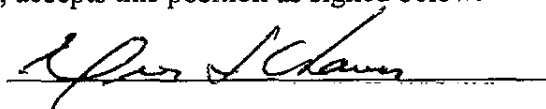
This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment to them, and any right conferred upon the shareholders is subject to this reservation.

## **ARTICLE XI, SUB-CHAPTER S CORPORATION**

This Corporation may become a Sub-Chapter S Corporation as defined by the Internal Revenue Code.

## **ARTICLE XII, REGISTERED AGENT AND REGISTERED OFFICE**

The registered agent, Eros S. Chaves, located at 14155 U.S. Highway One, Suite 302, Juno Beach, FL 33408, accepts this position as signed below:

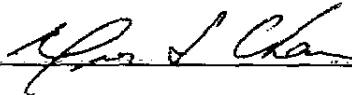


Eros S. Chaves

The Registered Office will be located at:

14155 U.S. Highway One, Suite 302  
Juno Beach, FL 33408

IN WITNESS WHEREOF, the undersigned, as subscribing incorporator, have hereunto set my hand and seal this 19<sup>th</sup> day of August, 2004 for the purpose of forming this Corporation under the laws of the State of Florida, and hereby make and file in the Office of The Secretary of State of Florida these Articles of Incorporation, and certify that the facts herein stated are true.



Eros S. Chaves, Incorporator

State of Florida                     )  
  ) ss.:  
County of Palm Beach            )

The foregoing instrument was acknowledged before me this 19<sup>th</sup> day of August, 2004 by Eros S. Chaves, who is personally known to me.



Notary Public, State of Florida  
Kenneth Gillespie



Kenneth Gillespie  
My Commission DD133062  
Expires July 23, 2006

My Commission Expires 7/23/2006

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