

P04000153849

Florida Department of State  
Division of Corporations  
Public Access System

Electronic Filing Cover Sheet

**Note: Please print this page and use it as a cover sheet.** Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H04000223936 3)))

**Note: DO NOT** hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:  
Division of Corporations  
Fax Number : (850)205-0381

From:  
Account Name : EMPIRE CORPORATE KIT COMPANY  
Account Number : 072450003255  
Phone : (305) 634-3694  
Fax Number : (305) 633-9696

FILED  
04 NOV 10 AM 8:54  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**FLORIDA PROFIT CORPORATION OR P.A.**

**edith suarez d.m.d., p.a.**

Certificate of Status	0
Certified Copy	1
Page Count	06
Estimated Charge	\$78.75

11-12-04

Electronic Filing Menu

Corporate Filing

Public Access Help



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

November 10, 2004

EMPIRE CORPORATE KIT COMPANY

SUBJECT: EDITH SUAREZ D.M.D., P.A.  
REF: W04000041228

We have received your document for EDITH SUAREZ D.M.D., P.A.. However, the document has not been filed and is being returned for the following:

A corporation may not serve as its own registered agent. Please designate an individual or another active entity filed or registered with this office, having a Florida street address.

See R.A. Certificate !!!!!

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6934.

Loria Poole  
Document Specialist  
New Filings Section

FAX Aud. #: E04000223936  
Letter Number: 904A00064220

Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

H041000223936



ARTICLES OF INCORPORATION  
OF  
EDITH SUAREZ D.M.D., P.A.

The undersigned does hereby subscribe to, acknowledges and files the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of this corporation is EDITH SUAREZ D.M.D., P.A.

ARTICLE II - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business permitted under the laws of Florida including but not limited to Dental Services.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue 1000 shares of \$1.00 par value common stock, which shall be designated as "Common Shares". All of said stock shall be payable in cash, property (real or personal) or labor or services in lieu thereof at a just valuation to be fixed by the Board of Directors. The initial capitalization of the corporation shall be in the sum of \$1,000.00.

ARTICLE IV - VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Shares.

ARTICLE V - TERM

This corporation shall commence its existence on date of filing and shall exist perpetually thereafter unless sooner dissolved according to law.

Page 1

Filed By: GONZALO PEREZ, JR., P.A., Gonzalo Perez, Jr., Esq. FL BAR # 0858463  
2151 Le Jeune Road, Suite 204, Coral Gables, FL 33134

H041000223936

FILED

04 NOV 10 AM 8:54

CLERK OF DISTRICT COURT  
JANUARY 10, 2004  
TALLAHASSEE, FLORIDA

#### ARTICLE VI - PREEMPTIVE RIGHTS

Every shareholder, 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 prices at which it is offered to others.

#### ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal office of this Corporation is 8560 SW 8<sup>th</sup> Street, Miami, Florida 33144, and the name of the initial registered agent of this corporation is EIDITH SUAREZ, whose address is 8560 SW 8<sup>th</sup> Street, Miami, Florida 33144.

#### ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have at least one director initially with the exact number of directors to be specified by the shareholders from time to time unless the shareholders shall by a majority vote determine that the corporation be managed by the shareholders. The name and address of the initial director(s) of this corporation is/are:

EIDITH SUAREZ, 8560 SW 8<sup>th</sup> Street, Miami, Florida 33144.

#### ARTICLE IX - INCORPORATOR

The name and address of the person signing these articles is:

EIDITH SUAREZ, 8560 SW 8<sup>th</sup> Street, Miami, Florida 33144.

#### ARTICLE X - INDEMNIFICATION

The corporation may, at its sole discretion, indemnify any officer or director or any former officer or director, to the fullest extent permitted by law either now existing or hereafter enacted; however, under no circumstances will the corporation indemnify such officer or director

when the corporation itself has brought an action against the officer or director.

#### ARTICLE XI

No contract or other transaction between this corporation and any other corporation, and no act of this corporation shall in any way be affected or invalidated by the fact that any of the Directors of this corporation are pecuniary or otherwise interested in, or are directors, or officers of, such other corporation. Any director individually, or any firm of which any director may be a member, may be a party to, or may be pecuniary or otherwise interested in, any contract or transaction of this corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any director of this corporation who is also a director or an officer of such corporation, or who it is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation which shall authorize any such contract or transaction with like force and effect as if he were not such director or officer of such other corporation, or not so interested.

#### ARTICLE XII

The private property of the stockholders shall not be subject to the payment of the corporate debts to any extent whatever. The corporation shall have a first lien on the shares of its stockholders and upon the dividends due to them for any indebtedness of such stock holders to the corporation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 4 day of November, 2004

Page 3

Filed By: GONZALO PEREZ, JR., P.A., Gonzalo Perez, Jr., Esq. FL BAR # 0858463  
2151 Le Jeune Road, Suite 204, Coral Gables, FL 33134

SUBSCRIBER:

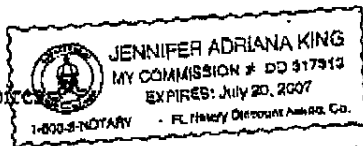
  
\_\_\_\_\_  
Edith Suarez

STATE OF FLORIDA     )  
                              )     SS  
COUNTY OF DADE     )

BEFORE ME, a notary public authorized to take acknowledgments in the State and County set forth above, personally appeared Edith Suarez, D.M.D., known to me or produced identification in the form of *License* as the person who executed the foregoing Articles of Incorporation, and he/she acknowledged before me that he/she executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 5 day of November, 2004.

My Commission Expires



Name:   
NOTARY PUBLIC,  
STATE OF FLORIDA

Page 4

Filed By: GONZALO PEREZ, JR., P.A.; Gonzalo Perez, Jr., Esq. FL BAR # 0658463  
2151 Le Jeune Road, Suite 204, Coral Gables, FL 33134

HU4000223436

EDITH SUAREZ D.M.D., P.A.

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF  
PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS  
SUBMITTED:

FIRST TEST: EDITH SUAREZ D.M.D., P.A.

DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE  
STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT THE CITY OF  
MIAMI-DADE COUNTY, STATE OF FLORIDA, HAS NAMED EDITH SUAREZ

LOCATED AT 8560 SW 8<sup>th</sup> STREET, MIAMI, STATE OF FLORIDA, AS ITS AGENT  
TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

  
EDITH SUAREZ

TITLE INCORPORATOR

DATE 11/5/04

FILED  
04 NOV 10 AM 8:54  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

HAVING BEEN NAMED TO ACCEPT THE SERVICE OF PROCESS FOR THE ABOVE  
STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY  
AGREE TO ACT IN THIS CAPACITY, AND FURTHER AGREE TO COMPLY WITH THE  
PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE  
OF MY DUTIES.

SIGNATURE   
EDITH SUAREZ

DATE 11/5/04

HU4000223436