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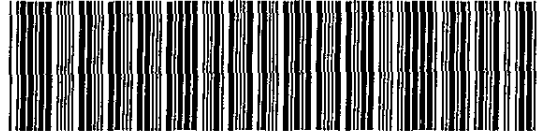
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ARTICLES OF INCORPORATION
OF

ELBERT R. DAVIS, II, D.M.D., P.A.

The undersigned natural person, acting hereby as Incorporator for the purpose of forming a Professional Service Corporation for profit under the provision of Chapter 607, Florida General Corporation Act and Chapter 621, Florida Professional Service Corporation Act, does hereby adopt the following Articles of Incorporation:

ARTICLE I – NAME OF CORPORATION

The name of this corporation shall be ELBERT R. DAVIS, II, D.M.D., P.A.

ARTICLE II - PURPOSE

The purpose of the corporation is to engage in the practice of dentistry and related medical services as well as to engage in any other business permitted under the laws of the State of Florida.

ARTICLE III – DURATION

This corporation shall have perpetual existence commencing on January 1, 2005 at 12:00 A.M. after the filing of these Articles with the Department of State.

ARTICLE IV – CAPITAL STOCK

The corporation shall be authorized to issue One Hundred shares (100) of common stock at \$10.00 per share par value and shall be issued only to a duly licensed professional in good standing who has paid consideration in lawful money, property, labor or services.

ARTICLE V – PRINCIPAL OFFICE

The principal office of the corporation shall be 362 N.W. Beal Parkway, Ft. Walton Beach, Florida, 32548.

ARTICLE VI – INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The initial registered office of the corporation shall be 362 N.W. Beal Parkway, Ft. Walton Beach, Florida, 32548 and the initial registered agent shall be Elbert R. Davis, II, D.M.D.

ARTICLE VII – BOARD OF DIRECTORS

The corporation shall have a Board of Directors, initially consisting of one (1) person. The number of Directors may be increased from time to time by a resolution of the majority of the

stockholders as provided for in the bylaws but shall, in no event, be less than one. The initial Director is Elbert R. Davis, II, D.M.D., 362 N.W. Beal Parkway, Ft. Walton Beach, Florida, 32548.

ARTICLE VIII – INFORMAL ACTION OF DIRECTORS

If all of the Directors, severally or collectively, consent in writing to any action taken or to be taken by the corporation, and the writings evidencing their consent are filed with the Secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

ARTICLE IX – INCORPORATOR

The name and address of the incorporator is Elbert R. Davis, II, D.M.D., 362 N.W. Beal Parkway, Ft. Walton Beach, FL, 32548.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation in the State of Florida, this 17th day of December, 2004.



ELBERT R. DAVIS, II, D.M.D.

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF §607.0501, FLORIDA STATUTES, THE UNDERSIGNED PROFESSIONAL SERVICES CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT DESIGNATING THE REGISTERED AGENT AND REGISTERED OFFICE, IN THE STATE OF FLORIDA.

1. The name of the corporation is ELBERT R. DAVIS, II, D.M.D., P.A.
2. The name and address of the registered agent and office is:

Elbert R. Davis, II, D.M.D.
362 N.W. Beal Parkway
Ft. Walton Beach, FL 32548

Having been named as the registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

December 17, 2004

Elbert R. Davis, II, D.M.D.

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