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ALBERT J. STOPKA, III, P.A.

ATTORNEY AT LAW

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LYNN HAVEN, FL 32444

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March 3, 2005

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

RE: William W. Dent, M.D., P.A.
Our File No. 971.1

To Whom It May Concern:

Enclosed please find the original and one copy of the Articles of Incorporation of the above referenced corporation, together with our firm's check in the amount of \$78.75 for payment of the following costs:

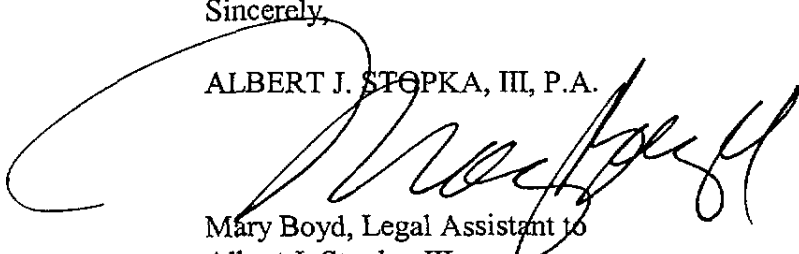
Filing Fees	\$35.00
Registered Agent Designation	\$35.00
Certified Copy	\$ 8.75

Please file these Articles upon receipt and return a certified copy to our office.

Thank you for your assistance in this matter. If you have any questions, please do not hesitate to give me a call.

Sincerely,

ALBERT J. STOPKA, III, P.A.



Mary Boyd, Legal Assistant to
Albert J. Stopka, III

mb
Enclosure(s)

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TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

OF

WILLIAM W. DENT, M.D., P.A.

The undersigned incorporator, who is licensed or otherwise legally authorized to practice medical care and consultations in the State of Florida, associates himself with the intention of forming a professional corporation under the Florida Professional Service Corporation and Limited Liability Company Act, and hereby adopts the following articles of incorporation for such corporation:

ARTICLE I - NAME

The name of this corporation is WILLIAM W. DENT, M.D., P.A.

ARTICLE II - PURPOSE

This corporation is organized for the following purposes:

- a. To engage in the practice of medical care and consultations as a professional corporation and to carry on services incident to said practice.
- b. To own property, enter into contracts, and carry on any business necessary or incidental to the accomplishment or furtherance of the purposes or objects of this corporation.

The professional services of this corporation shall be carried out only through officers, employees, and agents, each of whom has been and is duly authorized and licensed, as necessary, to provide medical care and consultations in the State of Florida.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue one thousand (1000) shares of One Dollar (\$1.00) par value of common stock, which shall be designated "Common Shares".

ARTICLE IV - INITIAL PRINCIPAL OFFICE AND REGISTERED AGENT

The street address of the initial principal office of the corporation in the State of Florida is 1515 Drummond Avenue, Panama City, Florida 32401, and the name of the initial registered agent is Ann C. Dent, whose address is 1515 Drummond Avenue, Panama City, Florida 32401.

ARTICLE V - CORPORATE POWERS

The corporation shall have all the rights and powers now or subsequently conferred on professional corporations by of the State of Florida for the provision of medical care and consultations.

ARTICLE VI - MANAGEMENT BY SHAREHOLDERS

The business of this corporation shall be managed by its shareholders rather than a Board of Directors. In the management of the business of this corporation, the act of the shareholders representing the majority of the outstanding shares of the corporation entitled to vote, represented in person or by proxy, shall be the act of the shareholders, except as otherwise provided for in any shareholders' agreement entered into. Each shareholder shall be entitled to one vote for each share of voting stock held by such shareholder. A majority of the outstanding shares of the corporation entitled to vote shall constitute a quorum at any meeting of the shareholders for the management of the business of the corporation.

ARTICLE VII - INDEMNIFICATION

This corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE VIII - TERM OF EXISTENCE

This corporation is to exist perpetually, or until dissolved on a vote of the shareholders as provided in these Articles.

ARTICLE IX - INCORPORATOR

The name of the person signing these articles is Ann C. Dent, whose address is 1515 Drummond Avenue, Panama City, Florida 32401.

ARTICLE X - INITIAL OFFICERS

The initial officers of the corporation and their addresses are as follows:

Willam W. Dent	President/Secretary/Treasurer
1515 Drummond Avenue	
Panama City, FL 32401	

ARTICLE XI - DISSOLUTION

The corporation may be dissolved at any time on the affirmative vote of the holders of at least two-thirds (2/3) of the outstanding shares of the corporation entitled to vote. On dissolution, the corporate property and assets shall, after payment of all debts of the corporation, be distributed to the shareholders pro rata, each shareholder to participate in the distribution in direct proportion to the number of shares held by the shareholder.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of

Incorporation this 3rd day of March, 2005.

Ann C. Dent

Ann C. Dent
Incorporator

STATE OF FLORIDA
COUNTY OF BAY

The foregoing instrument was acknowledged before me this 3 day of March, 2005, by
Ann C. Dent, who: (notary **must** check applicable box)

- ☐ is personally known to me.
☒ produced a current FLORIDA driver's license as identification.
☐ produced _____ as identification.

(SEAL)

Mary Boyd
MARY BOYD
(Print Name)

Notary Public

Serial # _____

My Commission Expires: _____



Mary Boyd
My Commission DD267711
Expires December 13, 2007

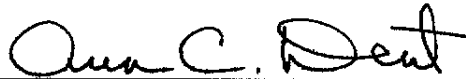
ACCEPTANCE OF DESIGNATION OF REGISTERED AGENT

OF

WILLIAM W. DENT, M.D., P.A.

Having been named to accept service of process for the above-named corporation, at the place designated in the Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions of the Florida Professional Service Corporation and Limited Liability Company Act and the Florida General Corporation Act relative to keeping open said office.

Dated this 3rd day of March, 2005.



Ann C. Dent
Registered Agent

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