

P05000060184

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

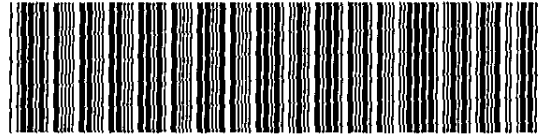
(Document Number)

Certified Copies \_\_\_\_\_

Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



500050601455

04/21/05--01003--004 \*\*70.00

FILED  
APR 22 11:42  
05 APR 22 PM 1:42  
FBI - NEW YORK

4/25

FILINGS, INC. TERESA ROMAN

(Requestor's Name)

2805 LITTLE DEAL ROAD

(Address)

TALLAHASSEE, FLORIDA 32308

385-6735

(City, State, Zip)

(Phone #)

OFFICE USE ONLY

**CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):**

1. Jose F. Lopez, DMD, P.A.  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

- ☒ Walk in ☐ Pick up time \_\_\_\_\_ ☐ Certified Copy
- ☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

April 21, 2005

FILINGS INC.

SUBJECT: JOSE F. LOPEZ, DMD, P.A.  
Ref. Number: W05000020250

RECEIVED  
APR 21 2005  
10:22 AM  
3:27

We have received your document for JOSE F. LOPEZ, DMD, P.A.. However, the document has not been filed and is being returned for the following:

You must list the corporation's principal office and/or a mailing address in the document.

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

Letter Number: 305A00027498

ARTICLES OF INCORPORATION OF JOSE F. LOPEZ, DMD, P.A.

The undersigned subscribers to these Articles of Incorporation being natural persons competent to contract and attorneys-at-law duly licensed to render services as such under the laws of the State of Florida, hereby form a corporation for profit under the Professional Service Corporation Act and other laws of the State of Florida.

ARTICLE I. - NAME OF CORPORATION

The name of this corporation shall be Jose F. Lopez, DMD, P.A.

ARTICLE II - GENERAL NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation shall be:

A. To engage in every phase and aspect of the business of rendering the same professional services to the public as a doctor of medical dentistry, duly licensed under the laws of the State of Florida, is authorized to render, but such professional services shall be rendered only through officers, employees, and agents of this corporation, each of whom has been admitted to the bar of and is duly authorized and licensed to practice law in the State of Florida.

B. To invest the funds of this corporation in real estate, mortgages, stocks, bonds or any other type of investments, and to own and dispose of real and personal property necessary for the rendering of such professional services.

C. To do anything necessary and proper for the accomplishment or furtherance of any of the purposes or objects of this corporation enumerated in these Articles of Incorporation, or any amendment thereof, necessary or incidental to the protection and benefit of this corporation; and in general, either along or in association with other corporations, firms or individuals, to carry on any lawful pursuit necessary or incidental to the accomplishment or furtherance of such purposes or objects of this corporation.

D. It is intended that this corporation may conduct and transact any business lawfully authorized and not prohibited by Chapter 621 and 607 Florida Statutes, as the same may be from time to time amended. Provided, however, and notwithstanding the generality of the foregoing, this corporation is not to conduct a banking, safe deposit, trust, insurance, surety, express, railroad, canal, telegraph, telephone or cemetery company, a building and loan association, mutual fire insurance association, cooperative association, fraternal benefit society, state fair or exposition.

ARTICLE III. - CAPITAL STOCK

A. The maximum number of shares of capital stock that this corporation is authorized to issue and have outstanding at any one time is five hundred (500) shares of common stock having a nominal or par value of One Dollar (\$1.00) per share.

B. All or any portion of the capital stock may be issued in payment for real or personal property, services, or any other right or thing having a value, in the judgment of the Board of Directors, at least equivalent to the full value of the stock so to be issued as hereinabove set forth, and when so issued shall become and be fully paid and non-assessable, the same as though paid for in cash, and the Directors shall be the sole judges of the value of any property, right or thing acquired in exchange for capital stock, and their judgment of such value shall be conclusive.

C. Notwithstanding the foregoing, this corporation shall have the right to increase its capital stock either with or without nominal or par value, and to provide in the event of such increase the designations, preferences, voting powers or restrictions, or qualifications of voting powers, of such additional stock, in an amendment to its Certificate of Incorporation.

FILED  
05 APR 22 PM 1:42  
CLERK OF CIRCUIT COURT  
OF MIAMI-DADE COUNTY, FLORIDA

#### ARTICLE IV - TERM OF EXISTENCE

The effective date upon which this corporation shall come into existence shall be upon filing, and it shall exist perpetually thereafter unless dissolved according to law.

#### ARTICLE V - REGISTERED AGENT

The initial Registered Agent of this corporation shall be Jose F. Lopez, whose business office is identical with the corporation's registered office set forth below.

#### ARTICLE VI. - ADDRESS OF REGISTERED OFFICE

A. The initial street address of the initial registered office of this corporation in the State of Florida will be 12001 Lake Cypress Circle, # B-105, Orlando, Florida 32828. *This is the principal office also*

#### ARTICLE VII. - BOARD OF DIRECTORS

- A. The initial number of Directors of this corporation shall be one (1).
- B. The number of Directors may be increased or diminished from time to time by By-Laws adopted by the Stockholders, but shall never be less than one (1).
- C. The names and street addresses of the initial members of the Board of Directors, each to hold office for the first year of existence of this corporation or until their successors are elected or appointed and have qualified are:

Jose F. Lopez  
12001 Lake Cypress Circle, #B-105  
Orlando, Florida 32828

D. Any director may be removed from office by a majority of the stock entitled to vote thereon at any annual or special meeting of the Stockholders, for any cause deemed sufficient by such Stockholders.

E. In case one or more vacancies shall occur in the Board of Directors by reason of death, resignation or otherwise, the vacancies shall be filled by the Stockholders at their next annual meeting or at a special meeting called for the purpose of filling such vacancies.

F. The initial members of the Board of Directors of this corporation hereinabove named shall hold the Organizational Meeting of this corporation, and are hereby authorized to do and perform all acts and things necessary for and incident to the organization of this corporation.

#### ARTICLE VIII - SUBSCRIBERS TO ARTICLES

The following are the names and street addresses of the subscribers to these Articles of Incorporation, being attorneys-at-law duly licensed to render services as such under the laws of the State of Florida:

S. Kirby Moncrief  
200 West First Street, Suite 22  
Sanford, Florida 32771

#### ARTICLE IX - STOCKHOLDERS

Shares of this corporation's capital stock shall be issued only to individuals who are duly licensed to render services as a doctor of medical dentistry under the laws of the State of Florida. No Stockholder of this corporation may sell or transfer his shares of stock therein except to another individual who is eligible to be a Stockholder of this corporation. No Stockholder of this corporation shall enter into a voting trust agreement

or any other type of agreement vesting in another person the authority to exercise the voting power of any or all of his shares.

#### ARTICLE X. - BY-LAWS

The Stockholders of this corporation shall have the sole power to adopt, amend or repeal By-Laws for the management of this corporation, and the duties of the Officers of this corporation shall be prescribed by such By-Laws. In addition, such By-Laws may include, by unanimous decision of all of the Stockholders, any regulatory or restrictive provisions regarding the sale, transfer, or other disposition of any of the outstanding shares of stock of this corporation by any of its Stockholders, or in the event of the death of any of its Stockholders.

#### ARTICLE XI. - ADDITIONAL CORPORATE POWERS

In furtherance of the general powers conferred by the laws of the State of Florida and of the purposes and objects hereinabove stated, this corporation shall have all and singular the following powers:

A. To enter into, or become a partner in, any arrangement for sharing profits, union of interests, or cooperation, joint venture or otherwise, with any person, firm or corporation to carry on any business which this corporation has the direct or incidental authority to pursue.

B. At its option, to purchase and acquire any or all of its shares owned and held by any such Stockholder as should desire to sell, transfer, or otherwise dispose of his shares, or any or all of its shares owned and held by a Stockholder who dies; provided, however, the capital of this corporation cannot be impaired thereby.

C. To enter into, for the benefit of its employees, one or more of the following: (1) a pension plan, (2) a profit-sharing plan, (3) a stock bonus plan, (4) a thrift and savings plan, (5) a restricted stock option plan, (6) a corporate health plan, (7) a group term life insurance plan, or (8) other retirement or incentive compensation plan.

#### ARTICLE XII. - AMENDMENT

These Articles of Incorporation may be amended in manner provided by law. Every amendment shall be approved by Board of Directors, proposed by them to the Stockholders, and approved at a Stockholders' meeting by a majority of the shares of stock entitled to vote thereon, unless all the Directors and all the Stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

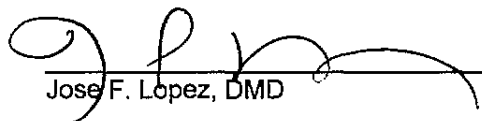
#### ARTICLE XIII. - INDEMNIFICATION

The corporation shall indemnify any officer or Director to the full intent permitted by law.

IN WITNESS WHEREOF, executed these Articles of Incorporation at Leesburg, Lake County, Florida on the 13<sup>th</sup> day of April, 2005.

Signed, sealed and delivered  
in the presence of:

Print Name: Jose F. Lopez

  
Jose F. Lopez, DMD

STATE OF FLORIDA

COUNTY OF Lake

BEFORE ME, the undersigned authority, personally appeared Jose F. Lopez, to me known to be the individual described in and who executed the foregoing Articles of Incorporation, and who acknowledged that he subscribed the said instrument for the uses and purposes set forth therein.

WITNESS my hand and official seal in the State and County last aforesaid this 13<sup>th</sup> day of April, 2005.



[Signature]  
Notary Public  
State of Florida at Large  
My Commission Expires:

Having been named Registered Agent for the above stated Professional Service Corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

DATE: 4/13/2005

[Signature]  
Jose F. Lopez

FILED  
05 APR 22 PM 1:42  
TALLAHASSEE, FLORIDA