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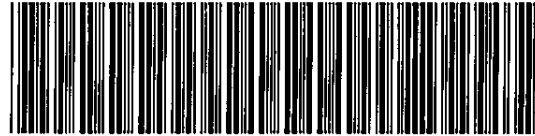
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TALLAHASSEE, FLORIDA

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# PETERSON & MYERS, P.A.

ATTORNEYS AT LAW • SINCE 1948

WINTER HAVEN  
(863) 294-3360  
FAX (863) 299-5498

P.O. Box 24628  
LAKELAND, FLORIDA 33802-4628

HERITAGE PLAZA  
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LAKELAND, FLORIDA 33801  
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FAX (863) 682-8031

www.PetersonMyers.com

LAKE WALES  
(863) 676-7611 OR (863) 683-8942  
FAX (863) 676-0643

October 20, 2006

Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

Re: Ela M. Torres-Moore, D.M.D., P.A.

Dear Sir/Madam:

In connection with the above-referenced Corporation, enclosed please find an original and one executed copy of Articles of Incorporation of Ela M. Torres-Moore, D.M.D., P.A. Please approve and file the original Articles of Incorporation and return a certified copy to our office. An Acknowledgement is also included in the Articles. The Certificate Designating Place of Business is also attached for filing.

Your office is currently holding our firm's check payable to you for charges as follows:

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

TOTAL \$78.75

Please call our office if anything further is required. Thank you for your services.

Sincerely,

PETERSON & MYERS, P.A.

By:

William M. Midyette, III

Enclosures (as stated)

Cc: Ela M. Torres-Moore, D.M.D., P.A.

H:\Home\DTL\Corporate Clients & Docs\Ela Moore DMD PA\State-wmm-001-filing Articles.doc  
J. HARDIN PETERSON, SR. (1894-1978)  
M. DAVID ALEXANDER, III  
CLINTON A. CURTIS  
JACOB C. DYKHOORN  
MICHAEL T. GALLAHER  
JOSEPH A. GEARY  
JOHN R. GRIFFITH  
DAVID E. GRISHAM  
JONN D. HOPPE  
PHILIP O. ALLEN  
KEVIN A. ASHLEY  
JACK P. BRANDON  
JOSHUA K. BROWN  
PHILIP H. BUSH  
DEBRA L. CLINE  
DENNIS P. JOHNSON  
TIMOTHY E. KILEY  
KEVIN C. KNOWLTON  
DOUGLAS A. LOCKWOOD, III  
WILLIAM M. MIDYETTE, III  
CORNEAL B. MYERS  
E. BLAKE PAUL  
ROBERT E. PUTERBAUGH  
THOMAS B. PUTNAM, JR.  
DEBORAH A. RUSTER  
STEPHEN R. SENN  
ANDREA TEVES SMITH  
KEITH H. WADSWORTH  
THEODORE W. WEEKS, IV  
KERRY M. WILSON  
THOMAS E. BAYNES, JR.  
OF COUNSEL



**ARTICLES OF INCORPORATION**

**OF**

**ELA M. TORRES-MOORE, D.M.D., P.A.**

**FILED**

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**SECRETARY OF STATE  
TALLAHASSEE, FLORIDA**

The undersigned Incorporator is forming a professional corporation in accordance with the Florida Professional Service Corporation and Limited Liability Company Act, and adopts the following articles of incorporation for the corporation:

**ARTICLE I.**  
**NAME OF CORPORATION**

The name of this Corporation is:

ELA M. TORRES-MOORE, D.M.D., P.A.

**ARTICLE II.**  
**PRINCIPAL OFFICE  
AND MAILING ADDRESS OF THE CORPORATION**

The address of the principal office of the corporation is 6702 Hayter Drive, Lakeland, Florida 33813.

**ARTICLE III.**  
**DURATION**

The period of the corporation's duration shall be perpetual until dissolved as provided in these articles.

**ARTICLE IV.**  
**PURPOSE**

The purpose of the corporation is to practice the profession of dentistry.

**ARTICLE V.**  
**CAPITAL STOCK**

The total number of shares of stock which the corporation shall be authorized to issue or have outstanding at any one time is 5,000 shares. These shares shall be of a single class of common stock, and shall have a value of \$1.00 per share.

**ARTICLE VI.**  
**CORPORATE POWERS**

The corporation shall have all the rights and powers now or subsequently conferred on professional corporations by the laws of the State of Florida.

**ARTICLE VII.**  
**INCORPORATORS**

The name and street address of the person signing these articles of incorporation as incorporator is William M. Midyette, III, 225 East Lemon Street, Suite 300, Lakeland, Florida 33801.

**ARTICLE VIII.**  
**DIRECTORS**

The corporation is to be managed by a board of directors. The number of directors constituting the initial board of directors is one, and the name and address of the initial director is:

Ela M. Torres-Moore, D.M.D.                      6702 Hayter Drive, Lakeland, Florida 33813

**ARTICLE IX.**  
**BYLAWS**

The power to adopt, alter, amend, or repeal bylaws shall be vested in the board of directors

and the shareholders, but the board of directors may not alter, amend, or repeal any bylaws adopted by the shareholders if the shareholders provide that the bylaws shall not be altered, amended, or repealed by the board of directors.

**ARTICLE X.**  
**INITIAL REGISTERED AGENT OFFICE AND AGENT**

The Registered Agent of the Corporation and the address of the Registered Agent and Registered Office of the Corporation shall be as follows:


<u>Name</u>	<u>Address</u>
William M. Midyette, III, Esq.	225 East Lemon St., Suite 300, Lakeland, Florida 33801

**ARTICLE XI.**  
**AMENDMENTS**

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by law, and all rights conferred on stockholders herein are granted and subject to this reservation. These Articles may be amended prior to the issuance of the stock of this Corporation by unanimous approval or consent of the Board of Directors. Thereafter, every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon or in such other manner as may be provided by law.

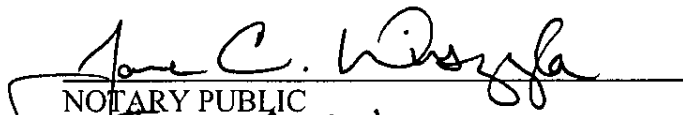
IN WITNESS WHEREOF, I, the undersigned incorporator, have hereunto set my hand and seal, this 20<sup>th</sup> day of October, 2006, for the purpose of forming this Corporation under the laws

of the State of Florida, and I hereby make and file with the Department of State of the State of Florida, these Articles of Incorporation, and certify that the facts herein stated are true.

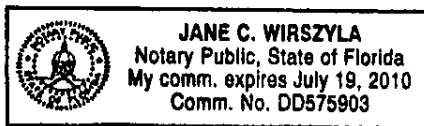
  
WILLIAM M. MIDYETTE, III –  
INCORPORATOR

STATE OF FLORIDA,  
COUNTY OF POLK.

The foregoing instrument was acknowledged before me this 20<sup>th</sup> day of October, 2006 by WILLIAM M. MIDYETTE, III, who is personally known to me or who has produced \_\_\_\_\_ as identification.

  
NOTARY PUBLIC  
JANE C. WIRSZYLA  
(Type/Print/Stamp Name)


My Commission Expires:



Serial Number, if any  
NOTARIAL STAMP

**CERTIFICATE**

IN WITNESS WHEREOF, I, the undersigned, have hereunto set my hand and seal, this 20<sup>th</sup> day of October, 2006 for the purpose of the Articles of Incorporation of ELA M. TORRES-MOORE, D.M.D., P.A., under the laws of the State of Florida, and I hereby make and file with the Department of State of the State of Florida, these Articles of Incorporation, and certify that the facts herein stated are true.

  
William M. Midyette, III, Esquire  
Attorney for ELA M. TORRES-MOORE, 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:

That ELA M. TORRES-MOORE, D.M.D., P.A. is desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at City of Lakeland, State of Florida, has named the following as its agent to accept service of process within the State of Florida:

**William M. Midyette, III, Esq., 225 East Lemon Street, Suite 300, Lakeland, Florida 33801**

ELA M. TORRES-MOORE, D.M.D., P.A.

By: ELA M. TORRES-MOORE D.M.D.  
ELA M. TORRES-MOORE, D.M.D.  
As President/Director for Ela M. Torres-Moore,  
D.M.D., P.A.

Date: 10/18/06

Having been named to accept service of process for the above-stated 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.

By: William M. Midyette III  
WILLIAM M. MIDYETTE, III  
As Registered Agent

Date: 10.19.2006

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