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Veronique Leclercq 1015 Genoa Street Coral Gables, Florida 33134 veronique.leclercq@gmail.com 786 282 1180

August 15th, 2008

Department of State **Division of Corporations** P.O. Box 6327 Tallahassee, FL 32314

Subject: **DENTWORLD, INC.** 

Dear Sir/Madam:

Enclosed is the following:

- 1. Original and one (1) copy of the Articles of Incorporation;
- 2. Check for \$87.50 payable to the Department of State for
  - Filing Fee
  - **Certified Copy**
  - Certificate of Status
- 3. Self-addressed postage prepaid envelope to return certified copy of Articles to me.

FROM:

Veronique Leclerca 1015 Genoa Street Coral Gables, FL 33134

786 282 1180

Please file the enclosed Articles of Incorporation and forward me a certified copy in the enclosed envelope.

If you have any questions, please do not hesitate to contact me.

I thank you in advance for your anticipated cooperation.

Very truly yours,

Veronique Leclercq

#### ARTICLES OF INCORPORATION

#### **OF**

#### DENTWORLD, INC.

We the undersigned, all of whom are of legal age, do hereby associate ourselves for the purpose of becoming a corporation.

#### ARTICLE I

#### **NAME**

The name of the corporation shall be;

Dentworld, Inc.

#### **ARTICLE II**

#### **DURATION**

This corporation shall commence its existence upon the filing of these Articles of Incorporation by the Department of State, State of Florida, and shall have perpetual existence.

#### ARTICLE III

#### **GENERAL NATURE OF BUSINESS**

The general nature of business and the objects and purposes proposed to be transacted and carried on are to do any and all of the things herein mentioned, as fully and to the same extent as natural persons might or could do, viz:

- (1) To design and distribute dental supplies, accessories and educational material.
- (2) To conduct and operate any and all other kind of business or affairs authorized by the laws of the State of Florida and of the United States of America.

#### **ARTICLE IV**

#### **AUTHORIZED SHARES**

The aggregate number of shares which the corporation is authorized to issue is One Thousand (1,000). Such shares shall be of a single class and shall have a par value of One U.S. Dollar (U.S. \$1.00) per share.

#### **ARTICLE V**

#### PRINCIPAL PLACE OF BUSINESS

The principal place of business of said corporation is 999 Brickell Bay Drive - # 1206, Miami, Florida 33131 with the privilege of having branch offices at other places within or without the State of Florida. The Board of Directors may, from time to time, move the principal office to any other address. The mailing address of said corporation is 1048 Kane Concourse, Bay Harbour, Florida 33154.

#### **ARTICLE VI**

#### **NUMBER OF DIRECTORS**

The number of Directors of this corporation shall be not less than one and no more than five. The number of Directors may be increased or diminished, from time to time, by By-Laws adopted by the shareholders.

#### **ARTICLE VII**

#### **DIRECTORS**

The names and post office addresses of the initial Board of Directors of this corporation who shall hold office for the first year or until their successors are chosen, is:

NAME	ADDRESS
Veronique Leclercq	1015 Genoa Street Coral Gables, Florida 33134
Francisco Javier Azar	10275 Collins Avenue Apt. 919 Miami, Florida 33154  08 AUS 19 P
	P

#### ARTICLE VIII

#### **INCORPORATORS**

The names and post office addresses of the Incorporators are:

NAME	ADDRESS
Veronique Leclercq	1015 Genoa Street
	Coral Gables, Florida 33134
Francisco Javier Azar	10275 Collins Avenue
	Apt. 919
	Miami, Florida 33154

#### **ARTICLE IX**

#### **SHAREHOLDERS**

The names and post office addresses of the initial shareholders signing these Articles of Incorporation, the number of shares of stock which they agree to take and the value of the consideration therefore are:

NAME	ADDRESS	SHARES	CONSIDERATION		
Veronique Leclercq	1015 Genoa Street Coral Gables, Florida 33	510 134	\$510.00		
Francisco Javier Azar	10275 Collins Avenue Apt. 919 Miami, Florida 33154	490	\$490.00	08 AUG 19	SECRETARY DIVISION OF CO
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	AMENDMENT O	F ARTICLES	<u>S</u>	39	ALCHS

This 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 statute or set out in corporate By-Laws, so long as same does not conflict with Florida Statutes.

#### **ARTICLE XI**

#### REGISTERED AGENT

The name and post office address of the initial Registered Agent of the corporation shall be:

Veronique Leclercq 1015 Genoa Street Coral Gables, Florida 33134

#### ARTICLE XII

#### **OFFICERS**

The names and post office addresses of the officers who will serve until the first election of appointment under these Articles of Incorporation are:

NAME	ADDRESS.	POSITION	
Veronique Leclercq	1015 Genoa Street Coral Gables, Florida 33134	Chief Executive Offic	SECRET DIVISION O
Francisco Javier Azar	10275 Collins Avenue Apt. 919 Miami, Florida 33154	President	TARY OF STAIL OF CORPORATION OF CORPORATION OF STAIL S
	ARTICLE XIII		39

### **INDEMNIFICATION**

The corporation shall indemnify each director, officer and shareholder of the corporation against any and all liability and expenses incurred by him/her in connection with or arising out of any action, suit or proceeding in which he/she may be involved, by reason of his/her being or having been an officer, director or shareholder of the corporation to the full extent permitted by the laws of the State of Florida.

IN WITNESS WHEROF, We the undersigned, being the original shareholders to the authorized shares in above named, for the purposes of forming a corporation to do business both within and without the State of Florida, under the laws of Florida and the United States of America, do make and file these Articles, hereby declaring and certifying that the stated are true, and do respectfully agree to take the number of shares hereinabove mentioned, and hereunto set our hands and seal, this 15th day of August, 2008.

Veronique Leclercq

Francisco avier Azar

STATE OF FLORIDA)

SS

COUNTY OF DADE )

SECRETARY OF STAILON SECRETARY OF STAILON SIVISION OF CORPORATION

BEFORE ME, the undersigned authority, personally appeared Veronique Leclercq and Francisco Javier Azar, who are known to me to be the persons described in and who executed the foregoing Articles.

Witness my hand and my seal at Minmi, Miami-Dade County, Florida this , day of Annual, 2008

CYNTHIA ANN JACOBS

My Commission Expires

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NOTARY PUBLIC STATE OF FLORIDA AT LARGE



## CERTIFICATED DESIGNATING PLACE OF BUSINESS DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA AND NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:

First, that Dentworld, Inc. desiring to organize under the laws of the State of Florida, with its principal place of business at the County of Miami-Dade State of Florida, has named Veronique Leclercq 1015 Genoa Street, Coral Gables, Florida 33134, as its agent to accept service of process within the State of Florida.

#### **ACKNOWLEDGMENT**

Having been named as Registered Agent and to accept service of process for the above stated corporation at the place designated in this certification, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position of Registered Agent.

Veronique Leclercq

Registered Agent

August 15th 2008

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