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(Requestor's Name)

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PICK-UP  WAIT  MAIL

(Business Entity Name)

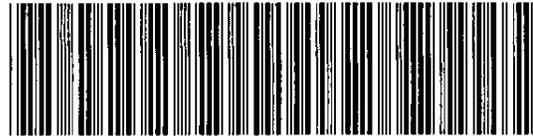
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DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

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2009 OCT 23 AM 10:14  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

# LAZARUS

## CORPORATE FILING SERVICE

3320 SW 87<sup>TH</sup> AVENUE

MIAMI, FL 33165 (305) 552-5973

Office Use Only

### CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. FABRIZIO KENNETH AMADOR DMD P.A.  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

- Walk in     Pick up time 2.00     Certified Copy  
 Mail out     Will wait     Photocopy     Certificate of Status

#### NEW FILINGS

- Profit  
 Not for Profit  
 Limited Liability  
 Domestication  
 Other

#### AMENDMENTS

- Amendment  
 Resignation of R.A., Officer/Director  
 Change of Registered Agent  
 Dissolution/Withdrawal  
 Merger

#### OTHER FILINGS

- Annual Report  
 Fictitious Name

#### REGISTRATION/QUALIFICATION

- Foreign  
 Limited Partnership  
 Reinstatement  
 Trademark  
 Other

Examiner's Initials

FABRIZIO KENNETH AMADOR DMD P.A.  
ARTICLES OF INCORPORATION

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2008 OCT 23 AM 10:14  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I

NAME

The name of this Professional Association shall be:

FABRIZIO KENNETH AMADOR DMD P.A.

ARTICLE II

NATURE OF BUSINESS

This Professional Association may engage in the activity of Dental Care and will operate under the laws of the United States of America and the laws of the State of Florida.

ARTICLE III

TERM OF EXISTENCE

This Professional Association shall have perpetual existence, unless sooner dissolved in accordance with the laws of the State of Florida. The date on which corporate existence shall begin is the date of incorporation.

ARTICLE IV

MINIMUM CAPITAL

The amount of capital with which the Professional Association shall begin business shall not be less than Five hundred dollars (\$500.00), or such greater amount as may be required by law.

ARTICLE V

CAPITAL STOCK

This Professional Association is authorized to issue shares of stock as follows:

- A. Designation: The stock of this Professional Association shall be known as Common Stock.
- B. Authorized: The maximum number of shares of Common Stock that this Professional Association may issue is One hundred (100) shares, having a par value of Five dollars (\$5.00) per share.

- C. Consideration: Shares of Common Stock may be issued in exchange for cash, real property, labor or services rendered, or any combination of the foregoing. In the absence of fraud in the transaction, the judgment of the Board of Directors as to the value of any such consideration shall be conclusive.
  
- D. Voting rights: Each share of Common Stock shall entitle the record holder thereof to one vote upon each proposal presented at meetings of the Stockholders of the Professional Association.
  
- E. Liquidation rights: Holders of Common Stock are entitled, in the event of the liquidation or dissolution of this Professional Association, to receive their pro-rata share of any assets of this Professional Association remaining after payment of all corporate debts and obligations.

**ARTICLE VI**

**NUMBER OF DIRECTORS**

This Professional Association shall at all times have at least one Director. The Stockholders of this Professional Association may, from time to time, and at any time, increase or diminish the size of the Board of Directors of this Professional Association, provided that the Professional Association shall at all time have a minimum of one Director.

**ARTICLE VII**

**AMENDMENT**

This Certificate of Incorporation may be amended in any manner consistent with the laws of the State of Florida.

**ARTICLE VIII**

**SPECIAL VOTING PROVISIONS**

The occurrences enumerated in this Article shall not be authorized, nor shall they have any force or effect, unless assented to in writing by the holders of the required percentage of this Professional Association's stock entitled to vote at the time of the proposal of any such occurrence. For each such occurrence, the required percentage shall be as follows:

1. Amendment of this Certificate of Incorporation:  
Required percentage ==> 51%
  
2. Sale, lease, or exchange, of all this Corporation's property and assets, or of any property or assets of this Corporation essential to the business of this Corporation:  
Required percentage ==> 51%

3. Merger or consolidation of this Professional Association into or with any other entity:  
Required percentage ==> 51%
4. Voluntary dissolution of this Professional Association:  
Required percentage ==> 51%

### ARTICLE IX

#### STOCKHOLDERS AND DIRECTORS

The name and addresses of the Stockholders and Directors are as follows:

<u>NAME:</u>	FABRIZIO KENNETH AMADOR
<u>ADDRESS:</u>	3055 NW 126 AV APT 409 SUNRISE, FL 33323
<u>OFFICE:</u>	D/PRES/SECRETARY
<u>SHARES:</u>	100

### ARTICLE X

#### REGISTERED AGENT

The Registered Agent and the Registered Office of this Professional Association shall be:

FABRIZIO KENNETH AMADOR  
3055 NW 126 AV APT 409 SUNRISE, FL 33323

### ARTICLE XI

#### SUBSCRIBER, INITIAL DIRECTOR AND INITIAL PRINCIPAL OFFICE

The undersigned individual, a United States resident competent to contract, executes this Certificate of Incorporation as its Subscriber and Director. The undersigned individual shall hold office as a Director until his successors have qualified, following their election or appointment. The street address of such individual shall be the initial street address in Florida of the principal office of this Professional Association. The Professional Association may change its principal office at any time.

Subscriber and Director: FABRIZIO KENNETH AMADOR  
Address of Principal Office: 3055 NW 126 AV APT 409  
SUNRISE, FL 33323

IN WITNESS WHEREOF, the undersigned Subscriber does make, subscribe, acknowledge, and file this Certificate for the purpose of forming a Professional Association for profit under the laws of the State of Florida.

Date: October 22 2008

  
\_\_\_\_\_

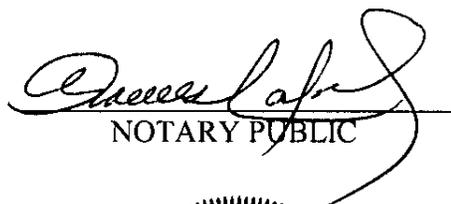
\_\_\_\_\_

STATE OF FLORIDA) ss:  
COUNTY OF MIAMI-DADE )

Before me, the undersigned authority, personally appeared to me well known and known to me to be the individual described in, and who executed the foregoing Certificate of Incorporation, and who acknowledged before me that the same was executed for the purpose therein expressed.

In witness whereof, I have hereunto affixed my hand and official seal at Hialeah, Miami-Dade County, Florida.

Date: October 22 2008

  
NOTARY PUBLIC



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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

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In pursuance of chapter 48.091, Florida statutes, the following is submitted in compliance with Said Act:

That FABRIZIO KENNETH AMADOR DMD P.A. professional association, desiring to organize under the laws of the State of Florida with its Principal Office, as indicated in the Articles of Incorporation at the City of SUNRISE, County of BROWARD, State of Florida, has named FABRIZIO KENNETH AMADOR as its agent to accept service of process within this State.

Having been named to accept service of process for the above stated professional association, at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of Said Act relative to keeping open Said Office.

2008 OCT 23 AM 10:14  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
REGISTERED AGENT  
FILED