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FLORIDA PROFIT/NON PROFIT CORPORATION

ERIC BERRY, DMD, P.A.

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ARTICLES OF INCORPORATION

OF

ERIC BERRY, DMD, P.A.

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TALLAHASSEE, FLORIDA

The undersigned, who is acting as incorporator of a professional corporation under the Florida Professional Service Corporation and Limited Liability Company Act, hereby adopts the following articles of incorporation for such corporation:

ARTICLE I - NAME

The name of this corporation is ERIC BERRY, DMD, P.A.

ARTICLE II - PURPOSE

This corporation is organized for the following purposes:

- a. To engage in the practice of dentistry as a professional corporation and to own and operate a dental clinic for the purposes of providing dental care and treatment.
- b. To furnish related laboratory and clinical services; and to own real and personal property, enter into contracts and engage in any lawful business necessary for or related to the rendering of professional dental services.
- c. To do everything necessary, proper, or convenient to accomplish any of the purposes set forth in these articles, and to do every other act incidental to the corporate purposes which is not forbidden by Florida laws or by the provisions of these articles of incorporation.

THIS INSTRUMENT PREPARED BY:
Holly Melzer, Esq.
Fla. Bar No. 36251
Barron, Redding, Hughes,
Fite, Sanborn & Kiehn, P.A.
220 McKenzie Avenue
P.O. Box 2467
Panama City, FL 32402
(850) 785-7454

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Fr. 1.

This corporation is authorized to issue one hundred (100) shares of One Dollar (\$1.00) par

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

ARTICLE V - MANAGEMENT BY SHAREHOLDERS

The business of this corporation shall be managed by its shareholders rather than a board of

ARTICLE VI - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of same kind,

nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII - CUMULATIVE VOTING RIGHTS

At each election of directors, every shareholder entitled to vote in the election shall have the right to cumulate his votes by giving one candidate as many votes as the number of directors to be elected at that time multiplied by the number of his shares, or by distributing the votes on the same principle among any number of the candidates.

ARTICLE VIII - INDEMNIFICATION

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

ARTICLE IX - TERM OF EXISTENCE

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

ARTICLE X - DISSOLUTION

The corporation may be dissolved at any time (1) by unanimous written consent of the shareholders; or (2) on the affirmative vote of the holders of at least four-fifths 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.

ARTICLE XI - INCORPORATOR

The name of the person signing these articles is Holly Melzer, whose address is 220 McKenzie Avenue, Panama City, FL 32401.

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IN WITNESS WHEREOF, the undersigned subscriber has executed these articles of incorporation this 5th day of January, 2009.

Holly Melzer
Holly Melzer
Incorporator

STATE OF FLORIDA
COUNTY OF BAY

The foregoing instrument was acknowledged before me this 5th day of January, 2009, by Holly Melzer, who is personally known to me.



Dolores S. Donopria
(Print Name)
Notary Public

Serial # _____

My Commission Expires: _____

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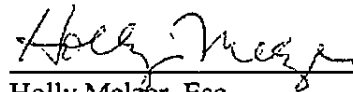
ACCEPTANCE OF DESIGNATION OF REGISTERED AGENT

OF

ERIC BERRY, DMD, 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 Business Corporation Act relative to keeping open said office.

Dated this 5th day of January, 2009.



Holly Melzer, Esq.
Registered Agent

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