

P13000043420

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

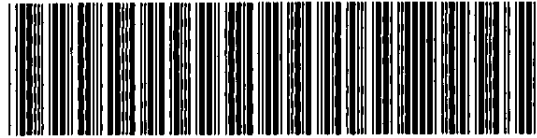
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



700297721297

700297721297
04/17/17--01005--006 **52:50

RECEIVED
DEPARTMENT OF STATE
17 APR 17 PM 12:18

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
2017 APR 19 AM 8:39

V HERRING
APR 20 2017



FLORIDA DEPARTMENT OF STATE
Division of Corporations

April 18, 2017

CORPORATE ACCESS, INC.

SUBJECT: GARY C NAWROCKI DMD PA
Ref. Number: P13000043420

We have received your document for GARY C NAWROCKI DMD PA and your check(s) totaling \$52.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The amendment must be adopted in one of the following manners:

(1) If an amendment was approved by the shareholders, one of the following statements must be contained in the document.

(a) A statement that the number of votes cast for the amendment by the shareholders was sufficient for approval, -or-

(b) If more than one voting group was entitled to vote on the amendment, a statement designating each voting group entitled to vote separately on the amendment and a statement that the number of votes cast for the amendment by the shareholders in each voting group was sufficient for approval by that voting group.

(2) If an amendment was adopted by the incorporators or board of directors without shareholder action.

(a) A statement that the amendment was adopted by either the incorporators or board of directors and that shareholder action was not required.

The date of adoption of each amendment must be included in the document.

Please return 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) 245-6050.

Valerie Herring
Regulatory Specialist II

Letter Number: 817A00007453

**CORPORATE
ACCESS,
INC.**

When you need ACCESS to the world

236 East 6th Avenue, Tallahassee, Florida 32303
P.O. Box 37066 (32315-7066) ~ (850) 222-2666 or (800) 969-1666. Fax (850) 222-1666

WALK IN

PICK UP: 4-17-17

- CERTIFIED COPY _____
- PHOTOCOPY _____
- CUS 65
- FILING Amend

1. Gary C. Nawrocki, DMD, P.A.
(CORPORATE NAME AND DOCUMENT #)
2. _____
(CORPORATE NAME AND DOCUMENT #)
3. _____
(CORPORATE NAME AND DOCUMENT #)
4. _____
(CORPORATE NAME AND DOCUMENT #)
5. _____
(CORPORATE NAME AND DOCUMENT #)
6. _____
(CORPORATE NAME AND DOCUMENT #)

SPECIAL INSTRUCTIONS: _____

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

AMENDED ARTICLES OF INCORPORATION

2017 APR 19 AM 9:39

OF

GARY C NAWROCKI DMD P A

The Articles of Incorporation of Gary C Nawrocki DMD P A filed on May 15, 2013 effective May 9, 2013 are hereby Amended by unanimous action of the Board of Directors on May 22, 2013, and though not required by the By-Laws of said Corporation, the Shareholders also unanimously approved said Amendment of the Articles of Incorporation on the same date, so as to provide and read as follows:

ARTICLE I
NAME

The name of this corporation is GARY C. NAWROCKI, DMD, P.A.

ARTICLE II
PERPETUAL EXISTANCE

This corporation shall have perpetual existence commencing upon the effective date of the Corporation of May 9, 2013 as stated in said Articles of Incorporation heretofore filed with the Department of State.

ARTICLE III
NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation is to practice medicine generally, and Dentistry specifically, and perform all services related thereto, and to engage in any lawful act or activity for which corporations may be organized under the laws of the State of Florida.

ARTICLE IV
RETIREMENT PLANS AND OTHER BENEFITS

The corporation reserves the right to enter into a Retirement Plan that would be acceptable to the employees of this corporation. The corporation also reserves the right to enter into any Cafeteria Plans that may provide benefits to the employees of the corporation.

ARTICLE V
CAPITAL STOCK

The corporation is authorized to issue 7,500 shares of common stock having a par value of \$1.00 per share.

ARTICLE VI
VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election of Directors, and for all other purposes, shall be vested exclusively in the holders of the outstanding common shares of the Corporation.

ARTICLE VII
PREEMPTIVE RIGHTS

Every Shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VIII
INITIAL REGISTERED OFFICE AND AGENT

The name and address of the registered agent is Gary C. Nawrocki located at 4301 N. Banana River Blvd., Cocoa Beach, FL 32931 and the principal address of this corporation is 4301 N. Banana River Blvd., Cocoa Beach, FL 32931.

ARTICLE IX
INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) Director initially. The number of Directors may either be increased or diminished from time to time by the By-Laws, but shall never be less than one. The name and address of the initial Director of this corporation is:

<u>NAME</u>	<u>ADDRESS</u>
Gary C. Nawrocki, DMD	4301 N. Banana River Blvd. Cocoa Beach, FL 32931

ARTICLE X
INCORPORATORS

The name and address of the person signing these Amended Articles of Incorporation is:

<u>NAME</u>	<u>ADDRESS</u>
Gary C. Nawrocki, DMD (Sole Shareholder and Sole Director of the Corporation)	4301 N. Banana River Blvd. Cocoa Beach, FL 32931

ARTICLE XI
BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the Shareholders.

ARTICLE XII
APPROVAL OF SHAREHOLDERS REQUIRED FOR MERGER

The approval of the Shareholders of this corporation to any plan of merger shall be required in every case, whether or not such approval is required by law.

ARTICLE XIII
COMPENSATION OF DIRECTORS

The Shareholders of this corporation shall have the exclusive authority to fix the compensation of the Officers and Directors of this corporation.

ARTICLE XIV
INDEMNIFICATION

This corporation shall, to the fullest extent permitted by Florida Statutes section 607.014, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said section from and against any and all of the expenses, liabilities or other matters referred to in, or covered by said section, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any By-Law, agreement, vote of Stockholders or disinterested Directors or otherwise, both as to action in his official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a Director, Officer, Employee or Agent and shall inure to the benefit of the heirs, executors, personal representatives and administrators of any such person.


ARTICLE XV
AMENDMENT

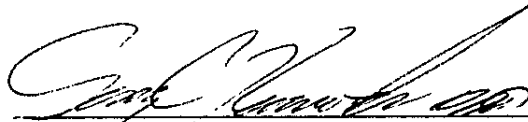
This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment hereto. Any right conferred upon the Shareholders is subject to this reservation.

ARTICLE XVI
I.R.C. SECTION 1245 STOCK

It is the intent that the shares issued hereunder qualify as "Section 1244 Stock" pursuant to Section 1244 of the Internal Revenue Code of 1986, as amended.

IN WITNESS WHEREOF, the undersigned has executed these Amended Articles of Incorporation on this the 14 day of April, 2017.


GARY C. NAWROCKI, DMD
SOLE SHAREHOLDER


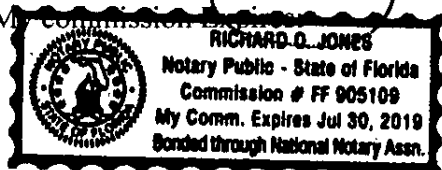

GARY C. NAWROCKI, DMD
SOLE DIRECTOR

STATE OF FLORIDA

COUNTY OF BREVARD

BEFORE ME, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared Gary C. Nawrocki, to me personally known (or, produced the following identification _____) to be the person who executed the foregoing Amended Articles of Incorporation as the Sole Shareholder and Sole Director of the Corporation, and has acknowledged before me that being first duly sworn and being fully informed of the contents thereof, he voluntarily executed said Amended Articles of Incorporation on the day the same bears date.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal, in the State and County aforesaid this 14th day of April, 2017.


Notary Public, State of Florida
My Commission Expires _____

RICHARD O. JONES
Notary Public - State of Florida
Commission # FF 905109
My Comm. Expires Jul 30, 2019
Bonded through National Notary Assn.