

Division of Corporations

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FLORIDA PROFIT/NON PROFIT CORPORATION

Juan C. Fabrega, DMD, P.A.

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**ARTICLES OF INCORPORATION
OF
JUAN C. FABREGA, DMD, P.A.**

The undersigned incorporator hereby executes these Articles of Incorporation for the purpose of forming a corporation for profit in accordance with the laws of the State of Florida.

**ARTICLE I
Name**

The name of this corporation shall be JUAN C. FABREGA, DMD, P.A.

**ARTICLE II
Principal Office and Mailing Address**

The address of the principal office and the mailing address of this corporation shall be 7303 Pelican Island Drive, Tampa, Florida 33634.

**ARTICLE III
Shareholders and Capital Stock**

1. **Authorized Capitalization.** The total number of shares of capital stock authorized to be issued by this Corporation shall be 10,000 shares of common stock, par value \$0.01 per share (the "Common Stock").

2. **Payment for Stock.** All or any part of the consideration for the issuance of the capital stock of this Corporation may be in cash, property or labor or services at a fair valuation to be fixed by the Board of Directors at a meeting called for that purpose, which consideration, in any event, shall not be less than the par value of the shares issued therefor. All stock when issued shall be fully paid and nonassessable.

3. **Dividends.** Any and all dividends are to be shared among the holders of shares of outstanding Common Stock on a share for share basis.

4. **Shareholders.** Only individuals licensed to practice dentistry in the State of Florida may be shareholders of this Corporation.

**ARTICLE IV
Initial Registered Office and Registered Agent**

The initial registered office of this corporation shall be located at 7303 Pelican Island Drive, Tampa, Florida 33634 and the initial registered agent of this corporation at such office shall be Juan C. Fabrega. This corporation shall have the right to change such registered agent and such registered office from time to time, as provided by law.

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ARTICLES OF INCORPORATION OF
JUAN C. FABREGA, DMD, P.A.

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ARTICLE V
Board of Directors

The Board of Directors of this corporation shall consist of a number of directors to be fixed from time to time by the stockholders or the bylaws. The business and affairs of this corporation shall be managed by the Board of Directors, which may exercise all such powers of this corporation and do all such lawful acts and things as are not by law directed or required to be exercised or done only by the stockholders.

ARTICLE VI
Initial Board of Directors

The initial Board of Directors of this corporation shall consist of one (1) member, such member to hold office until his successor or successors have been duly elected and qualify. The name and street address of the initial director are:

Juan C. Fabrega

7303 Pelican Island Drive
Tampa, Florida 33634

ARTICLE VII
Incorporator

The name and street address of the incorporator making these Articles of Incorporation are:

Juan C. Fabrega

7303 Pelican Island Drive
Tampa, Florida 33634

ARTICLE VIII
Purposes and Duration

The general purposes for which this Corporation is organized are the conduct of a dental practice by dentists licensed to practice dentistry under the laws of the State of Florida and the Florida Professional Services Corporation and Limited Liability Company Act (Chapter 621, Florida Statutes), and any amendments thereto, and in connection therewith, the transaction of lawful business for which corporations may be incorporated under the Florida Business Corporation Act (Chapter 607, Florida Statutes) (the "FBCA"), and this Corporation shall have and may exercise any and all powers conferred from time to time by law upon corporations formed under the FBCA. This Corporation shall have perpetual existence.

ARTICLE IX
Rendition of Professional Services

The Corporation shall render the professional services described in Article VIII only through its agents, officers, directors, employees and representatives who are duly licensed or

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**ARTICLES OF INCORPORATION OF
JUAN C. FABREGA, DMD, P.A.**

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otherwise legally authorized in the State of Florida to practice dentistry or provide the dental services requested. The term "agents," "officers," "employees," and "representatives" shall not include clerks, secretaries, bookkeepers, technicians, and other assistants who are not usually and ordinarily considered by custom and practice to be rendering professional dental services to the public for which a license or other legal authorization is required.

**ARTICLE X
Bylaws**

The power to adopt the bylaws of this corporation, to alter, amend, or repeal the bylaws, or to adopt new bylaws, shall be vested in the Board of Directors of this corporation.

**ARTICLE XI
Amendment of Articles of Incorporation**

This corporation reserves the right to amend, alter, change, or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the stockholders herein are subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation for the uses and purposes therein stated.

DATED this 7th day of November 2016.



Juan C. Fabrega

**ACCEPTANCE OF SERVICE AS REGISTERED AGENT OF
JUAN C. FABREGA, DMD, P.A.**

The undersigned, Juan C. Fabrega, having been named as registered agent to accept service of process for the above-named corporation at the registered office designated in the Articles of Incorporation, hereby agrees and consents to act in that capacity. The undersigned is familiar with and accepts the duties and obligations of such position.

DATED this 7th day of November 2016.



Juan C. Fabrega

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