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Florida Department of State

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To:

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Email Address: drbenzenhafer@aspendental.com

FLORIDA PROFIT/NON PROFIT CORPORATION

FRED BENZENHAFFER, DMD, PA

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$70.00

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ARTICLES OF INCORPORATION
OF
FRED BENZENHAFFER, DMD, PA

2021 Aug 24

The undersigned subscriber to these Articles of Incorporation, being an attorney duly licensed to render legal services as such under the laws of the State of Florida, hereby presents these Articles for the formation of a corporation under the Professional Service Corporation Act and other laws of the State of Florida.

1. Name. The name of the corporation is FRED BENZENHAFFER, DMD, PA (the "Corporation").

2. Nature of Business. The general nature of the business to be transacted by the Corporation is:

(a) To engage in the practice of dentistry as a professional service corporation and to provide services incidental thereto, carried out only through officers and other agents who are licensed in Florida to render the services of dentistry.

(b) To do everything necessary and proper for the accomplishment of any of the purposes or the attaining of any of the objects or the furtherance of any of the purposes enumerated in these Articles of Incorporation or any amendment thereof, necessary or incidental to the protection and benefit of the Corporation, and in general, either alone or in association with other corporations, firms or individuals, to carry on any lawful activity necessary or incidental to the accomplishment of the purposes or the attainment of the objects or the furtherance of such purposes or objects of the Corporation.

The foregoing paragraphs shall be construed as enumerating both the objects and the purposes of the Corporation; and it is hereby expressly provided that the foregoing enumeration of specific purposes shall not be held to limit or restrict in any manner the purposes of the Corporation otherwise permitted by law.

3. Capital Stock. The Corporation is authorized to issue 1,000 shares of common stock having no par value per share. None of the shares of the Corporation may be issued to anyone other than an individual duly licensed to render dental services in the State of Florida.

4. Duration. The Corporation shall have perpetual existence.

5. Address. The initial principal place of business and mailing address of this Corporation shall be: 2251 N Federal Hwy, STE 100, Pompano Beach, FL 33062.

6. Registered Office and Agent. The street address of the initial registered office of this corporation is 1760 N Jog Road, Suite 150, West Palm Beach, FL 33411, and the name of the initial registered agent of the Corporation at that address is DFS Agent, LLC

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7. Directors. This Corporation shall have one (1) director initially. The name and address of the initial director of this corporation is:

Fred Benzenhafer, DMD
2251 N Federal Hwy, STE 100
Pompano Beach, FL 33062

8. Incorporator. The name and street address of the person signing the Articles of Incorporation, who is an attorney licensed under the laws of the State of Florida to render services as such, is:

Philip M. DiComo, Esq.
Nason Yeager Gerson Harris & Fumero, P.A.
3001 PGA Boulevard, Suite 305
Palm Beach Gardens, FL 33410

9. Corporate Powers. This corporation shall have all of the corporate powers enumerated in the Florida Business Corporation Act, except to the extent that any provision of such act is in conflict with the Florida Professional Service Corporation Act, in which case such Florida Professional Service Corporation Act shall prevail.

10. Amendment. This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

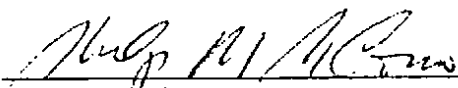
11. Bylaws. Bylaws may be adopted, altered, amended, or repealed by either the shareholders or the Board of Directors, but the Board of Directors may not amend or repeal any Bylaw adopted by the shareholders if the shareholders specifically provide such Bylaw is not subject to amendment or repeal by the directors.

12. Indemnification. This Corporation shall indemnify its officers and directors, and may indemnify its employees and agents, to the fullest extent permitted by the provisions of the Florida Business Corporation Act, as the same may be amended and supplemented, except to the extent that any provision of such act is in conflict with the Florida Professional Service Corporation Act, in which case such Florida Professional Services Corporation Act shall prevail, from and against any and all of the expenses or liabilities incurred in defending a civil or criminal proceeding, or other matters referred to in or covered by said provisions, including advancement of expenses prior to the final disposition of such proceedings and amounts paid in settlement of such proceedings. The indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any Bylaw, agreement, vote of shareholders or disinterested directors or otherwise, both as to action in his or her official capacity and as to action in another capacity while holding such office. Such indemnification 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 and personal representatives of such a person. An adjudication of liability shall not affect the right to indemnification for those indemnified.

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I submit this document and affirm that the facts stated herein are true. I am aware that the false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.


Philip M. DiComo, Incorporator

Dated: August 24, 2021

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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

The following is submitted in accordance with the requirements of Chapter 48.091,
Florida Statutes:

FRED BENZENHAFFER, DMD, PA, desiring to organize under the laws of the State of
Florida with its registered office, as indicated in the Articles of Incorporation, in the City of West
Palm Beach, County of Palm Beach, State of Florida, has named DFS AGENT, LLC located at
1760 N Jog Road, Suite 150, West Palm Beach, FL 33411, as its agent to accept service of
process within this State.

ACKNOWLEDGMENT

Having been named as registered agent to accept service of process for the above stated
corporation at the place designated in this certificate, I am familiar with and accept the
appointment as registered agent and agree to act in this capacity.

Accepted this 24 day of August, 2021.

DFS AGENT, LLC

By: 

Patrick DiSalvo

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