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TO: DIVISION OF CORPORATIONS FROM: EMPIRE CORPORATE KIT COMPANY
DEPARTMENT OF STATE 1492 W FLAGLER ST
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409 EAST GAINES STREET MIAMI FL 33135-
TALLAHASSEE, FL 32399 CONTACT: RAY STORMONT
PHONE: (305) 541-3894
FAX: (904) 922-4000 FAX: (305) 541-3770

(((H95000001242))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: EDUARDO R. NORTHLAND, D.D.S., P.A.
FAX AUDIT NUMBER: H95000001242 CURRENT STATUS: REQUESTED
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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 31, 1995

EMPIRE CORPORATE KIT COMPANY

MIAMI, FL

SUBJECT: EDUARDO R. NORTHLAND, D.D.S., P.A.
REF: W95000002229

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Loria Poole
Corporate Specialist

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Division of Corporations - P.O. Box 6327 - Tallahassee, Florida 32314

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ARTICLES OF INCORPORATION

OF

EDUARDO R. NORTLAND, D.D.S., P.A.

FILED
MILWAUKEE, FLORIDA

JAN 31 PM 4:02

FILED

THE UNDERSIGNED SUBSCRIBER to these Articles of Incorporation, a natural person competent to contract, hereby forms a professional corporation under the laws of the State of Florida.

**ARTICLE I
(NAME)**

The name of this Corporation is: **EDUARDO R. NORTLAND, D.D.S., P.A.**

**ARTICLE II
(MAILING ADDRESS AND PRINCIPAL OFFICE)**

The Corporation's mailing address is :

2825-2827 Coral Way
Miami, Florida 33145

The address of the Corporation's principal office is:

2825-2827 Coral Way
Miami, FL 33145

**ARTICLE III
(NATURE OF BUSINESS)**

This Corporation, through its officers and employees, shall be authorized to engage in every aspect and phase of the practice of Dental Medicine permitted under the Laws of the United States of America and the Laws of the State of Florida; to engage in any activities which will facilitate and promote the practice of Dental Medicine through its Officers and Employees; and to invest and reinvest its funds in real estate, mortgages, stocks, bonds and

LEONARDO F. BRITO, P.A.
Viscaya View Plaza
2600 S.W. 3rd Avenue
Suite 301

Miami, Florida 33129-2343

FL. BAR # 0613730

(305) 856.9450

(305) 856.9450

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any other type of investments within the meaning of Fla. Stat. §621.08 of the Professional Service Corporation Act; and to purchase and own real and personal property necessary for the rendering of professional services within the practice of Dental Medicine. This Corporation shall not be authorized to engage in any business other than the practice of Dental Medicine.

**ARTICLE IV
(CAPITAL STOCK)**

The maximum number of shares of stock that this corporation is authorized to issue is a maximum of one thousand (1,000) Shares of stock. The shares of stock authorized shall be common stock having a par value of One (\$1.00) Dollar per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

**ARTICLE V
(INITIAL REGISTERED AGENT AND OFFICE)**

The initial post office address of the registered agent of this corporation is: 2600 S.W. 3rd Ave., Suite 301, Miami, FL 33129 and the name of the initial registered agent of this Corporation is LEONARDO P. BRITO, P.A. The address of the corporation is 2825-2827 Coral Way, Miami, Florida 33145.

**ARTICLE VI
(BOARD OF DIRECTORS)**

The number of Directors may be altered from time to time by By-Laws adopted by the Stockholders. However, the Corporation shall have no less than one (1) Director at any time.

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**ARTICLE VII
(INITIAL DIRECTOR)**

The name and address of the initial director is:

<u>Name</u>	<u>Address</u>
EDUARDO R. NORTLAND	1915 Brickell Ave. Suite C-905 Miami, FL 33129

The members of the first Board of Directors shall hold office until the first annual meeting of the Stockholders of the Corporation.

**ARTICLE VIII
(INCORPORATOR)**

The name and post office address of the Incorporator executing these Articles of Incorporation is as follows:

<u>INCORPORATOR</u>	<u>Address</u>
EDUARDO R. NORTLAND	1915 Brickell Ave. Suite C-905 Miami, FL 33129

**ARTICLE IX
(DURATION AND COMMENCEMENT OF CORPORATE EXISTENCE)**

The corporation shall exist perpetually. The corporate existence will commence upon the date of filing these Articles of Incorporation with the Department of State.

**ARTICLE X
(INCORPORATION OF PROVISIONS OF
PROFESSIONAL SERVICE CORPORATION ACT)**

This Corporation is intended to be a professional corporation within the meaning of the Professional Service Corporation Act, and accordingly, the Corporation, its Officers, Directors and

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Stockholders, shall be subject to all of the Sections of said Professional Service Corporation Act concerning the formation of the Corporation, the conduct of its business, and the liabilities, rights, privileges and immunities of the Corporation, its Officers, Directors and Stockholders, as stated in Chapter 621, Florida Statutes.

THE UNDERSIGNED Incorporator, for the purpose of forming a Corporation to do business within the State of Florida, does make and file these Articles of Incorporation, hereby declaring and certifying that the facts stated are true.


EDUARDO R. NORTHLAND

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IN WITNESS WHEREOF, the subscribing stockholder and incorporator has hereto set his hands and seals, and caused these Articles of Incorporation to be executed this 31st day of January, 1995.

Eduardo R. Northland
EDUARDO R. NORTHLAND

STATE OF FLORIDA)
) SS
COUNTY OF DADE)

BEFORE ME, the undersigned authority, this 31st day of January, 1995, personally appeared EDUARDO R. NORTHLAND and known to me to be the person who executed the foregoing Articles of Incorporation of EDUARDO R. NORTHLAND, D.D.S., P.A., and acknowledged before me that he executed the same for the purposes herein expressed, and who is personally known to me and did not take an oath.

WITNESS my hand and official seal at Miami, Dade County, Florida this 31st day of January 1995.

Leonardo F. Berto
NOTARY PUBLIC

My Commission Expires:

State of Florida)
) SS
County of Dade)



LEONARDO FERRO
My Commission Expires
Expires Jan. 22, 1997
Bonded by FIAI
800-422-1888

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

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IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST - THAT EDUARDO R. NORTHLAND, D.D.S., P.A. DESIRING TO ORGANISE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA WITH IT'S PRINCIPAL PLACE OF BUSINESS AT CITY OF MIAMI, COUNTY OF DADE, STATE OF FLORIDA, HAS NAMED LEONARDO F. BRITO, P.A. OF 2600 S.W. 3RD AVE., SUITE 301, MIAMI, COUNTY OF DADE, STATE OF FLORIDA, 33129, AS IT'S AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE: [Signature]
Eduardo R. Northland
Incorporator

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

LEONARDO F. BRITO, P.A.
SIGNATURE: [Signature]
BY: LEONARDO F. BRITO
Title: President
DATE: 1/31/55

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TALLAHASSEE, FLORIDA

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