

P950000/6079

Charter Number Only

2/22/95

Linda

Requestor's Name

Address

City

State

Zip

Phone

REGISTRATION ONLY

DIVISION OF CORPORATION

000001413470
-02/23/95--01058--004
****122.50 ****122.50

CORPORATION(S) NAME

NELU BERCU, D.D.S., P.A.

FILED
FEB 27 PM 1:47
STATE OF FLORIDA



EMPIRE Toll Free: 1-800-432-3028

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6034
295-4167

H. SIMS FEB 27 1995



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 23, 1995

EMPIRE

MIAMI, FL

SUBJECT: NELU BERCU, D.D.S., P.A.
Ref. Number: W95000004167

FILED
95 FEB 21 PM 1:47
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

We have received your document for NELU BERCU, D.D.S., P.A. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your 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 (904) 487-6052.

Hope Sims
Corporate Specialist

Letter Number: 295A00008320

RECEIVED
95 FEB 27 AM 9:31
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
NELU BERCU, D.D.S., P.A

FILED
95 FEB 21 PM 1:47
TAMPA, FLORIDA

WE, the undersigned, do hereby associate ourselves together for the purpose of becoming a corporation under and pursuant to the laws of the State of Florida, providing for the formation, liability, rights, privileges and immunities of corporations for profit, and for that purpose, do hereby certify, declare and set forth as follows, to wit:

ARTICLE - I

NAME: The name of the corporation shall be:

NELU BERCU, D.D.S., P.A.

ARTICLE - II

NATURE OF BUSINESS: The general nature of the business to be transacted by this corporation is: as a professional service corporation, under Florida Statute Chapter 621, is to and for the rendering of professional services related to that area of DENTISTRY which NELU BERCU is licensed and legally authorized. Said professional services carried out on behalf of said corporation shall only be rendered through officers, employees or agents who are duly licensed and legally authorized to render those services in the field of DENTISTRY which NELU BERCU is licensed and duly authorized. Employees, as mentioned above, shall include clerks, secretaries, bookkeepers, and other assistants who are usually and ordinarily considered in the field of DENTISTRY to be

rendering professional services to the public for which a license or other legal authorization is required. Further, the corporation shall have the right, power and purpose of investing its funds in real estate, mortgages, bonds or any other type of investments and shall also have the power to own real or personal property necessary for the rendering of professional services

ARTICLE - III

TERM OF EXISTENCE: This corporation shall exist perpetually unless sooner dissolved according to law.

ARTICLE - IV

CAPITAL STOCK: The maximum number of shares of stock this corporation is authorized to have outstanding at any one time is: One hundred shares (100) of common stock, the consideration to be paid for each share will be One Dollar per share.

ARTICLE - V

INITIAL CAPITAL: The amount of capital with which this corporation shall commence business shall be One Hundred Dollars (\$100.00).

ARTICLE - VI

REGISTERED AGENT AND REGISTERED OFFICE: The Registered Agent of said corporation at the Registered Office shall be NELU BERCU. The Registered Office shall be 2183 S.E. Ocean Blvd., Stuart, Florida 34996. The address of both the Registered Office and Principal Office being 2183 S.E. Ocean Blvd., Stuart, Florida 34996.

ARTICLE - VII

OFFICE AND DIRECTORS: The names and post office addresses of the first director of this corporation who shall hold office for the first year or until his successor is chosen shall be:

<u>NAME</u>	<u>ADDRESS</u>	<u>OFFICE</u>
NELU BERCU	2183 S.E. Ocean Blvd. Stuart, Florida 34996	President/ Secretary/ Treasurer/ Director/

The corporation shall have at least one and not more than five (5) directors. The number of Directors may be increased from time to time by the By-Laws adopted by the shareholders.

ARTICLE - VIII

INSURANCE OF STOCK: Shares of capital stock of this corporation shall be issued initially to the following person:

NELU BERCU	100
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No Capital Stock of the Corporation shall at any time be issued to anyone other than an individual who is duly licensed or otherwise legally authorized to render those professional services related to the field of DENTISTRY.

No Shareholder of this Corporation may sell or transfer his or her shares in such Corporation except to another party which is eligible as a shareholder by said party holding due authorization or a license to practice as a DENTIST within the State of Florida.

Shares held by the shareholders of this corporation shall not be resold or otherwise transferred to other persons unless such shares are first offered to this corporation then to the remaining

shareholders. The price and terms at which, and the time within which such shares may be offered and sold shall be further specified by written agreement among all the shareholders of this corporation.

ARTICLE - IX

STOCKHOLDER' MEETING: The time and place of the annual stockholders' meeting shall be fixed and prescribed for in the By-Laws and notice of same shall be given in one of the methods provided by law. Any meeting of the stockholders may waive notice of the time, place, and purpose of the meeting, either before or after such meeting.

ARTICLE - X

OFFICERS: The officers of this corporation shall be a President, Secretary and Treasurer and such other officers and agents as may be necessary. All officers and agents, and factors as may be deemed necessary, shall be chosen in such manner, hold their offices for such terms, and have such powers and duties as may be prescribed in the By-laws or determined by the Board of Directors.

Any person may hold two or more offices. This corporation reserves the right to amend, alter, change, or repeal any provision contained in these Articles of incorporation in the manner now or hereafter prescribed by law and all rights conferred on stockholders herein are granted subject to this reservation.

ARTICLE - XI

POWERS: This corporation shall have the following powers:

A. To consolidate or merge with only another domestic professional corporation organized and existing pursuant to Florida Statutes Chapter 621 which renders professional services within the field of DENTISTRY. No merger or consolidation of this Corporation with a foreign corporation shall take place at any time.

B. To have a corporate seal, which may be altered at pleasure, and to use the same causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced.

C. To purchase, take, receive, lease or otherwise acquire, own, hold, improve, use and otherwise deal in, and with, real property or personal property, or any interest therein wherever situated.

D. To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of the property and assets.

E. To lend money to and use the credit to assist the officers and employees in accordance with Florida Statute 607.

F. To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise use and deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporations, associates, partnerships, or individuals, or direct or indirect obligations of the United States or of any other government, state, territory, governmental district, or

municipality, or of any instrumentality thereof.

G. To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the corporation may determine, issued its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises, and income.

H. To lend money for corporate purposes, invest and reinvest its funds, and to take and hold real and personal property as security for the payment of the funds so loaned or invested.

I. To conduct its business, carry on the operations and have offices and exercise the powers granted by the Florida Statute 607, within or without this state.

J. To elect or appoint officers and agents of the corporation and define their duties and to fix their compensation.

K. To make and alter the By-Laws, not inconsistent with these Articles of Incorporation, or the laws of the State of Florida, for the administration and regulation of the affairs of the corporation

L. To make donations for the public welfare or for charitable, scientific, or educational purposes.

M. To transact any lawful business which the Board of Directors shall find will be in aid of governmental policy.

N. To pay pensions and establish pension plans, profit sharing plans, stock bonus plans, stock option plans, and other incentive plans for any or all of its directors, officers, and employees and for any and all of the directors, officers, and

employees of its subsidiaries.

O. To be a promoter, incorporator, partner, member associate, or manager of any corporation, partnership, joint venture trust or other enterprises.

P. To have and exercise all powers necessary or convenient to affect the purposed of the corporation.

ARTICLE - XII

INCORPORATOR: The name and address of the incorporator/subscriber of these Articles of Incorporation is:

NELU BERCU
2183 S.E. Ocean Blvd.
Stuart, Florida 34996

IN WITNESS WHEREOF, the undersigned subscriber hereunto set his hand and seal this 21st day of February, 1995, for the sole purpose of forming this corporation under the laws of the State of Florida, and we hereby make and file in the Office of the Secretary of the State of Florida, these Articles of Incorporation and certify that the facts herein are true.


NELU BERCU

STATE OF FLORIDA)
) SS:
COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me this 21st
of February, 1995 by NELU BERCU, who is personally
known to me or who has produced Florida Drivers License

as identification and who did ~~(did not)~~ take an oath.



JOHN P. MARINELLI
MY COMMISSION # 00 149454 EXPIRES
October 3, 1995
BONDED THRU TROY PAW INSURANCE, INC.

[Signature]
NOTARY PUBLIC - State of Florida
Commission Expires:
My Commission Expires:

(Seal)

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.0501, Florida Statutes the undersigned corporation, organized under the law of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: NELU BERCU, D.D.S., P.A.
2. The name and the address of the registered agent and office is:

NELU BERCU
2183 S.E. Ocean Blvd.
Stuart, Florida 34996

SIGNATURE: _____

TITLE: _____

DATED: _____

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL THE STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE: _____

DATE: _____