

P96000043623

TODD A. STERZOY
Holland and Knight

(Requestor's Name)

315 South Calhoun Street Suite 600

(Address)

Tallahassee, Florida 32302

(City, State, Zip)

(Phone #)

100001834841
-05/22/96--D1079--004
*****70.00 *****70.00

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. Dentimed, Inc
(Corporation Name)

(Document #)

2. _____
(Corporation Name)

(Document #)

3. _____
(Corporation Name)

(Document #)

4. _____
(Corporation Name)

(Document #)

☒ Walk in

☒ Pick up time

1:00

☐ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS

☒ Profit

☐ NonProfit

☐ Limited Liability

☐ Domestication

☐ Other

AMENDMENTS

☐ Amendment

☐ Resignation of R.A., Officer/Director

☐ Change of Registered Agent

☐ Dissolution/Withdrawal

☐ Merger

OTHER FILINGS

☐ Annual Report

☐ Fictitious Name

☐ Name Reservation

REGISTRATION/
QUALIFICATION

☐ Foreign

☐ Limited Partnership

☐ Reinstatement

☐ Trademark

☐ Other

RECEIVED
96 MAY 22 AM 10:58
DIVISION OF CORPORATION

Examiner's Initials

ARTICLES OF INCORPORATION OF

DENTIMED, INC.

FILED

96 MAY 22 PM 12:50

The undersigned, acting as incorporator of DENTIMED, INC. under the Florida Business Corporation Act, adopts the following Articles of Incorporation.

CLERK OF STATE
TALLAHASSEE, FLORIDA

Article I. Name

The name of the corporation is: DENTIMED, INC.

Article II. Address

The mailing address of the corporation is: 509 Miller Road, Coral Gables, Florida 33146.

Article III. Commencement of Existence

The existence of the corporation will commence on the date of filing of these Articles of Incorporation.

Article IV. Purpose

The corporation is organized to engage in any activity or business permitted under the laws of the United States and Florida.

Article V. Authorized Shares

The maximum number of shares that the corporation is authorized to have outstanding at any time is 10,000 shares of common stock having a par value of \$1.00 per share.

Article VI. Initial Registered Office & Agent

The street address of the initial registered office of the corporation is 701 Brickell Avenue, Suite 3000, Miami, Florida and the name of the corporation's initial registered agent at that address is Roland Sanchez-Medina Jr.

Article VII. Incorporator

The name and street address of the incorporator is Roland Sanchez-Medina Jr., 701 Brickell Avenue, Suite 3000, Miami, Florida 33131.

The incorporator of the corporation assigns to this corporation his rights under Section

607.0201, Florida Statutes, to constitute a corporation, and he assigns to those persons designated by the board of directors any rights he may have as incorporator to acquire any of the capital stock of this corporation, this assignment becoming effective on the date corporate existence begins.

Article VIII. Initial Board of Directors

The corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time, as provided in the Bylaws, but shall never be less than one. The name and street address of the initial director is:

| <u>Name</u> | <u>Address</u> |
|--------------------------|--|
| Gabriela G. Aran, D.D.S. | 509 Miller Road Coral Gables, Florida 33146 |
| Manuel A. Aran, M.D. | 509 Miller Road Coral Gables, Florida 33146 |

Article IX. Bylaws

The power to adopt, alter, amend, or repeal bylaws shall be vested in the board of directors and the shareholders, except that the board of directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that the bylaw is not subject to amendment or repeal by the directors.

Article X. Amendments

The corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation.

The undersigned incorporator, for the purpose of forming a corporation under the laws of the State of Florida, has executed these Articles of Incorporation this 20th day of May, 1996.



Roland Sanchez-Medina Jr.
Incorporator

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


Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:

That Dentimed, Inc. desiring to organize under the laws of the State of Florida with its initial registered office, as indicated in the Articles of Incorporation, at 701 Brickell Ave., Suite 3000, Miami, Florida 33131 has named Roland Sanchez-Medina Jr. as its agent to accept service of process within this state.

Acknowledgment:

Having been named to accept service of process for the corporation named above, at the place designated in this certificate, the undersigned agrees to act in that capacity, to comply with the provisions of the Florida Business Corporation Act, and is familiar with, and accept, the obligations of that position.

Dated this 20th day of May, 1996.



Roland Sanchez-Medina Jr.
Registered Agent

MIA3-395506

FILED
96 MAY 22 PM 12:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA