

P9600085471

10-11-96

VALIDATION ONLY

Requester's Name

Address

City

State

ZIP

Phone

CORPORATION(S) NAME

000001972370--9  
-10/14/96--01006--031  
\*\*\*\*122.50 \*\*\*\*122.50

Dentall Plan, Inc.

FILED  
95 OCT 16 PM 1:32  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

95 OCT 16 PM 1:32

FILED

RECEIVED  
95 OCT 14 AM 9:52  
DIVISION OF CORPORATION

95 OCT 14 AM 9:52

☒ Profit

( ) NonProfit

( ) Amendment

( ) Merger

( ) Foreign

( ) Dissolution

( ) Mark

( ) Limited Partnership

( ) Annual Report

( ) Other

( ) Reinstatement

( ) Reservation

( ) Change of Registered Agent

☒ Certified Copy

( ) Photo Copies

( ) Certificate Under Seal

( ) Call When Ready

( ) Call If Problem

( ) After 4:30

☒ Walk In

( ) Will Wait

☒ Pick Up

( ) Mail Order

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

w96-21733

CERTIFIED COPY

Empire Toll Free: 1-800-432-3028



**FLORIDA DEPARTMENT OF STATE**  
**Sandra B. Mortham**  
**Secretary of State**

October 14, 1996

**EMPIRE**

**MIAMI, FL**

**SUBJECT: DENTALL DENTAL PLAN, INC.**  
**Ref. Number: W96000021733**

We have received your document for DENTALL DENTAL PLAN, INC. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The corporate name must be identical throughout the 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) 487-6926.

**Teresa Brown**  
**Corporate Specialist**

**Letter Number: 096A00046643**

**RECEIVED**  
**96 OCT 16 AM 10:21**  
**DIVISION OF CORPORATION**

ARTICLES OF INCORPORATION  
OF  
DENTALL DENTAL PLAN, INC.

FILED  
96 OCT 16 PM 1:32  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, for the purpose of forming a corporation for profit pursuant to Chapter 607, Florida Statutes, does hereby adopt the following Articles of Incorporation:

Article I

NAME

The name of the Corporation is:

DENTALL DENTAL PLAN, INC.

Article II

DURATION

The Corporation shall have perpetual existence commencing on the date of the filing of this Articles of incorporation with the Department of State of Florida.

Article III

PURPOSE

The purpose of the Corporation is to engage in any activities of business permitted under the law of the United States.

Article IV

CAPITAL STOCK

The Corporation is authorized to issue 1,000,000 shares of common stock with a par value of one tenth of one cent (\$0.001.) The Corporation is authorized to issue 1,000,000 shares of preferred stock in series, from time to time, with such preferences determined by the Board of Directors upon issuance of the preferred.

**Article V**

**STOCK HOLDERS MEETINGS**

Unless otherwise provided for in the Corporation's bylaws, a majority of the shares entitled to vote, represented in person or by proxy, shall be required to constitute a quorum at a meeting of shareholders.

**Article VI**

**PRINCIPAL CORPORATE OFFICE AND REGISTERED AGENT**

The name and street address of the principal corporate office is:

**DENTALL DENTAL PLAN, INC.  
12000 Biscayne Boulevard Suite 108  
North Miami, Fl. 33181**

The name and street address of the initial Registered Agent is:

**Henry Ewen  
12000 Biscayne Boulevard Suite 108  
North Miami, Fl. 33181**

**Article VII**

**INITIAL BOARD OF DIRECTOR**

The Corporation shall have at least one (1) director initially. The number of directors may be either increased or diminished from time to time in the manner provided in the bylaws, but shall never be less than one. The name and address of the initial director of the corporation is as follows:

**Henry Ewen  
12000 Biscayne Boulevard Suite 108  
North Miami, Fl. 33181**

## **Article VIII**

### **INCORPORATORS**

**The name and address of the Corporation's incorporator is:**

**Henry Ewen  
12000 Biscayne Boulevard Suite 108  
North Miami, Fl. 33181**

## **Article IX**

### **RESTRICTIONS OF TRANSFER OF CAPITAL STOCK**

**Unless otherwise provided by the Corporation's bylaws no shares of the capital stock of this Corporation may be transferred without the prior approval of the Corporation's Board of Director.**

## **Article X**

### **INDEMNIFICATION**

**The Corporation shall indemnify its officer, directors and authorized agents on all liabilities incurred directly, indirectly or incidentally to services performed for the Corporation to the fullest extent permitted under Florida law existing now or hereinafter enacted.**

## **Article XI**

### **PREEMPTIVE RIGHTS**

**The holders of the common stocks of this Corporation shall have preemptive rights to purchase at prices, terms and conditions that shall be fixed by the Board of Directors, those shares of the common stock of this Corporation which may be issued from time to time for money, property or past services in addition to stock authorized and issued by the Corporation. The preemptive right of any share holder is determined by the ratio of the authorized and issued shares of common stock currently authorized and issued.**

IN WITNESS WHEREOF, The undersigned incorporator and registered agent has executed these Articles of Incorporation this second day of October 1996.

Henry Ewen  
Incorporator

STATE OF FLORIDA  
COUNTY OF DADE

Before me, a notary public authorized to take acknowledgments in the state and county its forth above, personally appeared Henry Ewen , known to me and known by me to be the person who executed the forgoing Articles of incorporation, and he acknowledge before me that he executed the same for the purposes therein contained:

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the state and county aforesaid, this third day of October 1996.

Notary Public

Dorothy Hollingsworth  
My commission expires:



DOROTHY HOLLINGSWORTH  
My Comm Exp. 3/27/00  
Bonded By Service Ins  
No. CC534716

☐ Personally Known ☐ Other I.D.

**CERTIFICATE AND KNOWLEDGEMENT  
OF REGISTERED AGENT**

**CERTIFICATE F REGISTERED AGENT  
OF**

FILED  
96 OCT 16 PM 1:32  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**DENTALL DENTAL PLAN, INC.**

Pursuant to Florida Statutes Section 48.091 and 607.0501, the following is submitted:

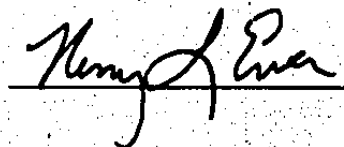
The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation

at: 12000 Biscayne Boulevard #108  
North Miami, Florida 33181

has named: Henry L. Ewen  
located at the aforesaid address, as its Registered Agent to accept service of process within this State.

**ACKNOWLEDMENT**

Having been named as Registered Agent to accept service of process for the above stated corporation at the place designated in this certificate, and being familiar with the obligation of that position, I hereby accept to act in this capacity, and agree to comply with the provision of Florida Law in keeping open said office.



996000085471

**CAPITAL CONNECTION, INC.**

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870  
 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302  
 TOLL FREE No. 1-800-342-8062  
 FAX (904) 222-1222

NAME \_\_\_\_\_  
 FIRM \_\_\_\_\_  
 ADDRESS \_\_\_\_\_  
 \_\_\_\_\_  
 \_\_\_\_\_

PHONE ( ) \_\_\_\_\_

Service: Top Priority \_\_\_\_\_ Regular \_\_\_\_\_  
 One Day Service Two Day Service

To us via \_\_\_\_\_ Return via \_\_\_\_\_

Mailor No.: \_\_\_\_\_ Express Mail No. \_\_\_\_\_

State Fee \$ \_\_\_\_\_ Our \$ \_\_\_\_\_

N. HENDRICKS OCT 30 1996

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE	10/30/96		
TIME	9:30		CK No. _____
BY	CD		

WALK-IN  
 Will Pick Up \_\_\_\_\_

RE: Dental Dental Plan, Inc.

	C.C. FEE.	DISBURSED
Capital Express™		
Art. of Inc. File		
Corp. Record Search		
Ltd. Partnership File		
Foreign Corp. File		
( ) Cert. Copy(s)		
Art. of Amend. File		
Dissolution/Withdrawal		
C U S - <u>62 ON New Name</u>		
Fictitious Name File		
Name Reservation		
Annual Report/Reinstatement		
Reg. Agent Service		
Document Filing		
Corporate Kit		
Vehicle Search		
Driving Record		
Document Retrieval		
UCC 1 or 3 File		
UCC 11 Search		
UCC 11 Retrieval		
File No.'s, Copies		
Courier Service		
Shipping/Handling		
Phone ( )		
Top Priority		
Express Mail Prep.		
FAX ( ) pgs.		

**SUBTOTALS**

FEE.....	\$
DISBURSED.....	\$
SURCHARGE.....	\$
TAX on corporate supplies.....	\$
SUBTOTAL.....	\$
PREPAID.....	\$
BALANCE DUE.....	\$

Please remit invoice number with payment  
**TERMS: NET 10 DAYS FROM INVOICE DATE**  
 1 1/2% per month on Past Due Amounts  
 Past 30 Days, 18% per Annum.

**THANK YOU**  
 from  
 Your Capital Connection



**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF**

**DENTALL DENTAL PLAN, INC.**

**FILED**  
96 OCT 30 PH 1:51  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Present Name

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

**FIRST:** Amendment adopted:

Amendment to: ARTICLE 1, NAME

The name of the Corporation is:

**DENTALL PLANS OF FLORIDA, INC.**

**SECOND:** The date of each amendment's adoption: October 16, 1996

**THIRD:** Adoption of Amendment

The amendment was adopted by the incorporator without shareholder action and shareholder action was not required.

Signed this 16<sup>th</sup> day of October, 1996.

Signature Henry L. Ewen  
Incorporator

**Henry L. Ewen**

Typed or Printed Name

**Incorporator**

Title