

P 97000057072



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 443227 4390271

AUTHORIZATION :

Patricia Pyant

COST LIMIT : \$ 70.00

ORDER DATE : June 26, 1997

ORDER TIME : 10:46 AM

ORDER NO. : 443227-005

CUSTOMER NO: 4390271

500002223605--8

CUSTOMER: Lynn W. Fromberg, esq
FROMBERG FROMBERG LEWIS &
BRECKER, P.A.
Suite 505
20801 Biscayne Boulevard
Miami, FL 33180-1422

DOMESTIC FILING

NAME: MARK A. YAFFEY ORTHODONTIC
GROUP, P.A.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Stephanie Stscherban

EXAMINER'S INITIALS:

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

97 JUN 26 AM 9:37

FILED

DIVISION OF CORPORATION

97 JUN 26 AM 11:28

RECEIVED

00630
-10A mps

697-14921

8N JUN 26 1997



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 26, 1997

CSC NETWORKS
1201 HAYS ST.
TALLAHASSEE, FL 32301-2607

SUBJECT: MARK A. YAFFEY ORTHODONTIC GROUP, P.A.
Ref. Number: W97000014921

RESUBMIT
Please give original
submission date as file date.

We have received your document for MARK A. YAFFEY ORTHODONTIC GROUP, P.A. and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

The specific nature of business of the professional association must be stated in 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) 487-6052.

Sandy Ng
Document Specialist

Letter Number: 997A00033877

RECEIVED
97 JUN 27 PM 3:25
DIVISION OF CORPORATION

FILED
97 JUN 26 AM 9:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
MARK A. YAFFEY ORTHODONTIC GROUP, P.A.**

ARTICLE I - NAME

The name of this Corporation is: MARK A. YAFFEY ORTHODONTIC GROUP, P.A.

ARTICLE II - ADDRESS OF PRINCIPAL OFFICE

The principal office address of this corporation is:

2700 S.W. 87th Avenue
Miami, FL 33165

ARTICLE III - BEGINNING OF CORPORATE EXISTENCE

The existence of this corporation shall commence on the earliest day allowable pursuant to Florida law for the commencement of corporate existence; and shall continue perpetually unless dissolved according to law.

ARTICLE IV - PURPOSE

This corporation is organized for the sole and specific purpose of rendering professional orthodontic services; nevertheless, it shall be authorized to transact any or all lawful business as provided by Florida Statutes, Chapter 621, Professional Service Corporation Act, as it exists on the date hereof or as it may hereafter be amended.

ARTICLE V - CAPITAL STOCK

The maximum number of shares of stock this corporation is authorized to have outstanding at any time shall be 1,000 shares of Common Stock at One Dollar (\$1.00) par value.

All the aforementioned stock is to be issued as fully paid for and exempt from assessment.

The capital stock may be paid for in money, property, labor or services, at a just valuation to be fixed by the Incorporators or by the Directors at a meeting called for such purposes.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation and the name of the initial registered agent of this corporation at such address are as follows:

<u>Registered Agent</u>	<u>Street Address of Registered Office</u>
DADE COUNTY CORPORATE AGENTS, INC.	20801 Biscayne Boulevard, Suite 505 Aventura, FL 33180

ARTICLE VII - INITIAL BOARD OF DIRECTORS

The business of this corporation shall be conducted by a Board of Directors of not less than one (1) Director, the exact number of Directors to be fixed by the Bylaws of this corporation. Directors need not be stockholders. The initial Director of this corporation shall be the Incorporator named below who shall hold office until the first meeting of Incorporators of this corporation and until the successor Directors are elected and have qualified.

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles is:

MARK A. YAFFEY, D.D.S.
2700 S.W. 87th Avenue
Miami, FL 33165

ARTICLE IX - INDEMNIFICATION

To the extent permitted by law, the corporation shall indemnify and hold harmless each person serving as Officers or Directors of the corporation, and each person who serves at the request of the corporation as a Director or Officer of any other corporation, from and against any

and all claims and liabilities to which such person shall become subject by reason of his being Director or Officer of the corporation, or by reason of any action alleged to have been taken or omitted by him as a Director or Officer. The corporation shall reimburse each person for all costs, legal and other expenses reasonably incurred by him in connection with any claim or liability as to which it shall be adjudged that such Officer or Director is liable to the extent permitted by law.

The rights accruing to any person under the foregoing provisions shall not exclude any other right to which he may be lawfully entitled, nor shall anything therein contained restrict the right of the corporation to indemnify or reimburse such person in any proper case even though not specifically provided for herein.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 25 day of June, 1997.



MARK A. YAFFEY, D.D.S., Incorporator

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

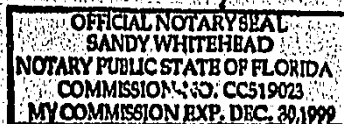
The foregoing instrument was acknowledged before me this 25 day of June, 1997, by MARK A. YAFFEY, D.D.S., President of MARK A. YAFFEY ORTHODONTIC GROUP, P.A. to me well known to be the person described in and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the same for the purposes therein expressed, and who is personally known to me.

SIGNATURE OF PERSON TAKING ACKNOWLEDGMENT

PRINT NAME OF ACKNOWLEDGER: Sandy Whitehead

COMMISSION NUMBER:

CC 519023



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

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

**FIRST--THAT MARK A. YAFFEY, D.D.S. DESIRING TO ORGANIZE OR QUALIFY
UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF
BUSINESS AT CITY OF HIALEAH, STATE OF FLORIDA, HAS NAMED DADE COUNTY
CORPORATE AGENTS, INC., LOCATED AT 20801 BISCAYNE BOULEVARD, SUITE 505,
CITY OF AVENTURA, STATE OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF
PROCESS WITHIN FLORIDA.**

**MARK A. YAFFEY ORTHODONTIC
GROUP, P.A., a Florida corporation**

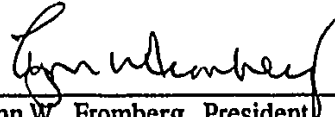
By: 
MARK A. YAFFEY, D.D.S. President

TITLE: Incorporator

DATE: 6/25/97, 1997

**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.**

DADE COUNTY CORPORATE AGENTS, INC.

By: 
Lynn W. Fromberg, President

DATE: JUNE 25, 1997