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THE UNITED STATES CORPORATION COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 459958 123706A

AUTHORIZATION :

*Patricia Pizito*

COST LIMIT : \$ 122.50

ORDER DATE : July 11, 1997

ORDER TIME : 3:28 PM

ORDER NO. : 459958-005

000002236730--4

CUSTOMER NO: 123706A

CUSTOMER: Michael Wilson, Esq  
DAVID E. OLMSTED, P.A.

Suite 101  
18501 Murdock Circle  
Port Charlotte, FL 33948

DOMESTIC FILING

NAME: JULIA B. PIZARRO, D.M.D., P.A.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Kim Clemons

EXAMINER'S INITIALS:

RECEIVED  
97 JUL 11 PM 4:12  
97 JUL 11 AM 10:09  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

EX-100-0211E  
7/7/97

**ARTICLES OF INCORPORATION**

**OF**

**JULIA B. PIZARRO, D.M.D., P.A.**

**FILED**

97 JUL 11 AM 10:09

TALLAHASSEE, FLORIDA

I, the undersigned, who is licensed to practice the profession of dentistry in the State of Florida, do hereby make, subscribe, acknowledge and file with the Secretary of State of the State of Florida, these Articles of Incorporation for the purpose of forming a professional service corporation for profit in accordance with the laws of the State of Florida.

**ARTICLE I - NAME**

The name of this corporation shall be: JULIA B. PIZARRO, D.M.D., P.A.

**ARTICLE II - PURPOSE**

The purposes for which this corporation is formed are:

A. To engage in the practice of dentistry as a professional corporation and to operate a dental clinic for the purposes of providing dental care and treatment.

B. To promote dental, oral surgery, and scientific research and knowledge; to furnish related laboratory and clinical services; to own or lease real and personal property, enter into contracts, and engage in any lawful business necessary for the rendering of said professional services.

C. To do everything necessary, proper, or convenient for the accomplishment of any of the purposes herein set forth, and to do every other act incidental thereto which is not forbidden by the laws of the State of Florida or by the provisions of these Articles of Incorporation.

The purposes of this corporation shall be carried out only through officers, employees, and agents, each of whom is duly licensed or otherwise legally qualified to render professional dental services in the State of Florida; provided, however, that this provision shall not be interpreted to include in the term "employee" as used herein, clerks, secretaries, bookkeepers, technicians, dental assistants, dental hygienist, and other assistants who are not usually and ordinarily considered by custom and practice to be rendering professional services to the public for which a license or other legal authorization is required; and provided further that nothing contained herein shall be interpreted to require that the right of an individual to be a shareholder in this corporation is dependent upon the present or future existence of an employment relationship between

such shareholder and this corporation, or his present or future active participation in any capacity in the production of the income of this corporation or in the performances of the services rendered by this corporation.

### **ARTICLE III - CAPITAL STOCK**

A. The total number of shares of capital stock which the corporation shall be authorized to issue is 100 shares. Such shares shall be of a single class of common stock and shall have a par value of One Dollars (\$1.00) per share.

B. Each shareholder must be duly licensed or otherwise legally authorized to practice dentistry in the State of Florida.

C. No shareholder shall enter into a voting trust agreement or any other type agreement vesting another person with the authority to exercise the voting power of any or all of his stock.

### **ARTICLE IV - DURATION**

This corporation shall have perpetual existence commencing on the date of execution of these Articles.

### **ARTICLE V - INITIAL PRINCIPAL OFFICE AND AGENT**

The street address of the initial principal office of this corporation is 2762-B, Tamiami Trail, Port Charlotte, Charlotte County, Florida, and the name of the initial registered agent of this corporation at that address is JULIA B. PIZARRO.

### **ARTICLE VI - BOARD OF DIRECTORS**

There shall be a board of directors for this corporation which shall consist of one (1) director initially. The number of directors may be increased from time to time in accordance with the By-Laws of the corporation.

### **ARTICLE VII - INITIAL DIRECTOR**

The name and address of the initial director of this corporation is: JULIA B. PIZARRO, 2762-B, Tamiami Trail, Port Charlotte, Charlotte County, Florida.

### **ARTICLE VIII - INCORPORATOR**

The name and address of the person signing these Articles is: JULIA B. PIZARRO, 2762-B, Tamiami Trail, Port Charlotte, Charlotte County, Florida.

**ARTICLE IX - BY-LAWS**

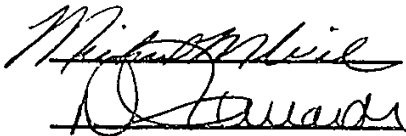
The power to adopt, alter, amend, or repeal By-Laws shall be vested in the board of directors of this corporation only.

**ARTICLE X - AMENDMENT OF ARTICLES OF INCORPORATION**

The corporation reserves the right to amend, alter, change, or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter provided by statute, and all rights conferred upon the stockholders herein are subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation for the uses and purposes herein stated at Port Charlotte, Florida, on the 17<sup>th</sup> day of July, 1997.

Signed and sealed  
in our presence:

  
\_\_\_\_\_

  
\_\_\_\_\_ JULIA B. PIZARRO

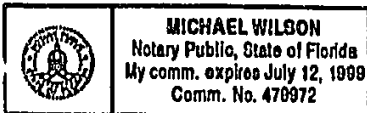
STATE OF FLORIDA  
COUNTY OF CHARLOTTE

BEFORE ME, the undersigned authority, personally appeared JULIA B. PIZARRO, to me well known to be the person described in and who signed the foregoing Articles of Incorporation, and who acknowledged to me that she executed the same freely and voluntarily, for the uses and purposes therein expressed.

WITNESS my hand and official seal the date aforesaid.

My Commission Expires:

  
\_\_\_\_\_  
Notary Public



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

\*\*\*\*\*

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

That JULIA B. PIZARRO, D.M.D., P.A., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at 2762-B, Tamiami Trail, Port Charlotte, Charlotte County, Florida, has named JULIA B. PIZARRO, located at 2762-B, Tamiami Trail, Port Charlotte, Charlotte County, Florida, as its agent to accept service of process within this state.

**ACKNOWLEDGMENT:**

Having been named to accept service of process for the above-stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

By   
JULIA B. PIZARRO

TALLAHASSEE, FLORIDA  
97 JUL 11 AM 10:09