P97000089722

TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

400002322764--4
-10/17/97--01027--001
*****70.00 *****70.00

SUBJECT: Total Concrete Services, Inc.
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☒ $70.00 Filing Fee	☐ $78.75 Filing Fee & Certificate	☐ $122.50 Filing Fee & Certified Copy	☐ $131.25 Filing Fee, Certified Copy & Certificate
		ADDITIONAL COPY REQUIRED	

FROM: Todd H. Hensley
Name (Printed or typed)

9821 Eden Ave
Address

Hudson, FL 34667
City, State & Zip

813-862-4397
Daytime Telephone number

SECRETARY OF STATE DIVISION OF CORPORATIONS
97 OCT 17 PM 3:18

NOTE: Please provide the original and one copy of the articles.

10-17-97
WS

ARTICLES OF INCORPORATION

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 OCT 17 PM 3:18

ARTICLE I NAME
The name of the corporation shall be:
TOTAL CONCRETE SERVICES, INC

ARTICLE II PRINCIPAL OFFICE
The principal place of business and mailing address of this corporation shall be:
9821 EDEN AVE
HUDSON, FL 34667

ARTICLE III SHARES
The number of shares of stock that this corporation is authorized to have outstanding at any one time is:
10,000

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS
The name and Florida street address of the initial registered agent are:
DAVID W. HENSLEY
6905 NAUTICAL ISLE
HUDSON, FL 34667

ARTICLE V INCORPORATOR
The **name and address** of the incorporator to these Articles of Incorporation are:
TODD H. HENSLEY
9821 EDEN AVE
HUDSON, FL 34667

Todd Hensley
Signature/Incorporator

10/12/97
Date

(An additional article must be added if an effective date is requested.)

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 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/Registered Agent

10/12/97
Date

P97000089723

ARNOLD, MATHENY & EAGAN, P.A.
ATTORNEYS AND COUNSELORS AT LAW

LEHN E. ABRAMS
WILLIAM W. ARNOLD
R. CRAIG COOLEY
BARBARA A. EAGAN
WILLIAM L. EAGAN
ARTHUR R. LOUV
ALEXANDER J. OMBRES

MAGNOLIA AVE., SUITE 201
ORLANDO, FLORIDA 32803-3842

POST OFFICE BOX 2967
ORLANDO, FLORIDA 32802-2967

TELEPHONE (407) 841-1550
FACSIMILE (407) 841-8746

50th ANNIVERSARY 1947 1997

October 1, 1997

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-10/06/97--01020--010
****122.50 ****122.50

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Gene T. Jacobs, D.D.S., P.A.

Dear Sir or Madam:

Enclosed please find Articles of Incorporation for the above-referenced non-profit coporation for filing in your office, along with our check in the amount of $122.50 representing the following:

Filing Fee	$ 35.00
Certified copy of charter	52.50
Registered Agent form	35.00
TOTAL	$122.50

Thank you for your attention to this matter.

Sincerely,

Michelle M. Guessetto

Michelle M. Guessetto
Paralegal

Enclosure

97 OCT -1 PM 3:21
FILED

10/1/97

FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

FILED
97 OCT 1[illegible]

October 8, 1997

ARNOLD, MATHENY & EAGAN, P.A.
801 N. MAGNOLIA AVENUE
SUITE 201
ORLANDO, FL 32803-3842

SUBJECT: GENE T. JACOBS, D.D.S., P.A.
Ref. Number: W97000022959

We have received your document for GENE T. JACOBS, 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):

The specific nature of business of the professional association must be stated in the document.

Please return the original and one copy of 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 (850) 487-6933.

Dana Calloway
Document Specialist

Letter Number: 897A00049254

ARTICLES OF INCORPORATION

OF

GENE T. JACOBS, D.D.S., P.A.

FILED
97 OCT ...

The undersigned, a natural person competent to contract and a Doctor of Dental Science duly licensed to render services as such under the laws of the State of Florida, hereby forms a Corporation for profit under the Professional Service Corporation Act and under other laws of the State of Florida and adopts the following Articles of Incorporation for such Corporation:

Article I

Name, Principal Place of Business, and Duration

The name of the Corporation is GENE T. JACOBS, D.D.S., P.A. The principal place of business of the Corporation is 801 N. Magnolia Avenue, Suite 201, Orlando, Florida 32803. The duration of the Corporation is perpetual.

Article II

Registered Office and Agent

The address of the registered office in the State of Florida is 801 N. Magnolia Avenue, Suite 201, in the City of Orlando, County of Orange. The name of the registered agent at such address is Lehn E. Abrams.

Article III

Corporate Purposes, Powers and Rights

(1) To engage in every phase and aspect of the business of rendering the same professional services to the public that a Doctor of Dental Science duly licensed under the laws of the State of Florida is authorized to render, but such professional services shall be rendered only through officers, employees, and agents of the Corporation who are duly licensed under the laws of the State of Florida to practice as a Doctor of Dental Science therein.

(2) To do anything necessary and proper for the accomplishment or furtherance of any of the purposes or objectives of the Corporation enumerated in these Articles of Incorporation or any amendment thereof, and to do any act necessary or incidental to the protection and benefit of the Corporation; and, in general, either alone or in association with other corporations, firms or individuals, to carry on any lawful pursuit

necessary or incidental to the accomplishment or furtherance of such purposes or objectives of the Corporation.

Article IV

Capital Stock

1. The total number of shares of capital stock which the Corporation has the authority to issue is 10,000 shares of Common Stock ("Common Stock"), $1.00 par value per share.

2. The designations, voting powers, preferences and relative, participating, optional or other special rights, and qualifications, limitations or restrictions of the above stock are as follows:

(a) The holders of the Common Stock are entitled to receive, to the extent permitted by law, such dividends as may be declared from time to time by the Board of Directors.

(b) In the event of the voluntary or involuntary liquidation, dissolution, distribution of assets or winding up of the Corporation, after distribution in full of the preferential amounts, if any, to be distributed to the creditors and holders of shares of preferred stock, if any such stock shall be authorized herein and issued, the holders of Common Stock shall be entitled to receive all of the remaining assets of the Corporation of whatever kind available for distribution to shareholders ratably in proportion to the number of shares of Common Stock held by them respectively. The Board of Directors may distribute in kind to the holders of Common Stock such remaining assets of the Corporation or may sell, transfer or otherwise dispose of all or any part of such remaining assets to any other corporation, trust or other entity and receive payment therefor in cash, stock or obligations of such other corporation, trust or other entity, or any combination thereof, and may sell all or any part of the consideration so received and distribute any balance thereof in kind to holders of Common Stock. The merger or consolidation of the Corporation into or with any other corporation, or the merger of any other corporation into it, or any purchase or redemption of shares of stock of the Corporation of any class, shall not be deemed to be a dissolution, liquidation or winding up of the Corporation for the purposes of this paragraph.

(c) Each holder of Common Stock has one vote with respect to each share of stock held by him of record on the books of the Corporation on all matters voted upon by the shareholders.

(d) The private property of the shareholders of this Corporation shall not be subject to the payment of corporate debts, except to the extent of any unpaid balance of subscription of shares.

(e) Any person, upon becoming the owner or holder of any shares of the Common Stock or other securities having voting rights issued by this Corporation ("shareholder"), does thereby consent and agree that all rights, powers, privileges, obligations or restrictions pertaining to such person or such securities in any way may be altered, amended, restricted, enlarged, or repealed by legislative enactments of the State of Florida, or of United States hereinafter adopted which have reference to or affect corporations, such securities, or such persons if any; and that the Corporation reserves the right to transact any business of the Corporation, to alter, amend or repeal these Articles of Incorporation, or to do any other acts or things as authorized, permitted or allowed by such legislative enactments.

ARTICLE V

Incorporator

1. The name and mailing address of the incorporator of this Corporation is as follows:

Name	Address
Gene T. Jacobs, D.D.S.	400 Minnehaha Road Maitland, Florida 32751

2. The power of the incorporator shall terminate upon the filing of the Articles of Incorporation of the Corporation with the office of the Secretary of State of Florida.

ARTICLE VI

Board of Directors

1. All corporate powers shall be exercised by or under the authority of, and the business and affairs of the Corporation shall be managed under the direction of, the Board of Directors, except as otherwise herein provided or reserved to the holders of Common Stock in the By-Laws of the Corporation.

2. (a) The number of members of the Board of Directors will be fixed from time to time by resolution of the Board of Directors, but (subject to vacancies) in no event may there be less than one (1) director. Each director shall serve until the next annual meeting of shareholders.

(b) If any vacancy occurs in the Board of Directors during a term, the remaining directors, by affirmative vote of a majority thereof, may elect a director to fill the vacancy until the next meeting of shareholders.

(c) The names and mailing addresses of the persons who shall serve as directors of the Corporation until the first annual meeting of the shareholders are as follows:

NAME	ADDRESS
Gene T. Jacobs, D.D.S.	400 Minnehaha Road Maitland, FL 32751

3. Each Director shall be a Doctor of Dental Science duly licensed to render services as such under the laws of the State of Florida.

ARTICLE VII

Amendment

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 prescribed by statute, and all rights conferred upon shareholders herein are granted subject to this reservation.

ARTICLE VIII - SHAREHOLDERS

Shares of this Corporation's capital stock shall be issued only to individuals who are duly licensed to render services as a Doctor of Dental Science under the laws of the State of Florida. No shareholder of this Corporation may sell or transfer his shares of stock therein except to another individual who is eligible to be a shareholder hereunder. No shareholder of this Corporation shall enter into a voting trust agreement or any other type of agreement vesting in another person the authority to exercise the voting power of any or all of his shares.

The undersigned, for the purpose of forming a corporation under the laws of the State of Florida, does make, file and record these Articles of Incorporation, and does certify that the facts herein stated are true; and I have accordingly hereunto set my hand and seal.

DATED: Oct, 9, 1997.

______________________(SEAL)
Gene T. Jacobs, D.D.S.

STATE OF FLORIDA)
) SS.
COUNTY OF ORANGE)

I hereby certify that on this day, before me, an officer duly authorized to administer oaths and take acknowledgments, personally appeared Gene T. Jacobs, D.D.S., known to me to be the person described in and who executed the foregoing instrument, who acknowledged before me that he executed the same, and an oath was taken. Said person was personally known to ~~me or produced ____________________ as identification.~~

Witness my hand and official seal in the County and State last aforesaid this 9th day of October, 1997.

Michelle M. Guessetti
NOTARY PUBLIC

____
[Printed Name of Notary]
My Commission Expires:

NOTARY PUBLIC STATE OF FLORIDA

MICHELLE M. GUESSETTU
My Comm. Exp. Feb. 6, 1[illegible]
Comm. No. CC57662[illegible]

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 the Business Corporation Act of Florida, the following is submitted:

GENE T. JACOBS, D.D.S., P.A., with its principal place of business at 801 N. Magnolia Avenue, Suite 201, Orlando, Florida 32803 has named Lehn E. Abrams located at 801 N. Magnolia Avenue, Suite 201, Orlando, Florida 32803 as its agent to accept service of process within Florida.

Having been named to accept service of process for GENE T. JACOBS, D.D.S., P.A. 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, and I accept the duties and obligations of a Registered Agent under the Business Corporation Act of Florida.

Dated this 9th day of October, 1997.

Lehn E. Abrams

Registered Agent
Lehn E. Abrams

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