

P97000097595

LAWRENCE A. BARKETT, P.A.

2175 20th Street
Vero Beach, Florida 32960

Lawrence A. Barkett
Attorney at Law

Telephone (561) 562-2175
FAX (561) 770-1979

October 29, 1997

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

800002335958--3
-11/03/97--01061--009
****122.50 ****122.50

RE: Barkett Orthodontics, D.D.S., M.S.D., P.A.

Gentlemen,

Enclosed please find an original plus one (1) executed copy of the Articles of Incorporation of Barkett Orthodontics, D.D.S., M.S.D., P.A. Please file this corporation on the public records of the State of Florida and please return a certified copy of the Articles of Incorporation to me showing the same has been accepted by the State of Florida at your earliest convenience.

Also enclosed with this letter, please find this firm's check in the amount of \$122.50 to cover the following costs: Filing Fee of \$35.00; Certified Copy Fee of \$52.50 and Registered Agent Fee of \$35.00.

Sincerely yours,

Lawrence A. Barkett

Lawrence A. Barkett

LAB/lk
Enclosures

2557-1011
W97-25054

97 NOV 17 AM 9:42
FILED
DIVISION OF STATE
INVESTIGATION
CORPORATIONS

11/17/97

LAWRENCE A. BARKETT, P.A.

2175 20th Street
Vero Beach, Florida 32960

Lawrence A. Barkett
Attorney at Law

Telephone (561) 562-2175
FAX (561) 770-1979

November 12, 1997

Florida Department of State
Division of Corporations
ATTN: Claretha Golden, Document Specialist
P.O. Box 6327
Tallahassee, FL 32314

RE: Barkett Orthodontics, D.D.S., M.S.D., P.A.
Ref. Number: W97000025054

Dear Ms. Golden:

Enclosed please find a copy of your letter to me dated November 4, 1997 together with the original and copy of the Articles of Incorporation of Barkett Orthodontics, D.D.S., M.S.D., P.A., including the acceptance by the registered agent. Please call me if you have any questions.

Sincerely yours,

Lawrence A. Barkett
lk

Lawrence A. Barkett

LAB/lk
Enclosures

FILED
STATE
DIVISION OF CORPORATIONS
97 NOV 17 PM 9:42



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 NOV 17 AM 9:42

November 4, 1997

LAWRENCE A. BARKETT, ESQUIRE
2175 20TH STREET
VERO BEACH, FL 32960

SUBJECT: BARKETT ORTHODONTICS, D.D.S., M.S.D., P.A.
Ref. Number: W97000025054

We have received your document for BARKETT ORTHODONTICS, D.D.S., M.S.D., P.A.. However, the document has not been filed and is being returned for the following:

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

The registered agent must sign accepting the designation.

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) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 797A00053385

ARTICLES OF INCORPORATION
OF

BARKETT ORTHODONTICS, D.D.S., M.S.D., P.A.

FILED
CLERK OF STATE
CORPORATIONS
97 NOV 17 AM 9:42

The undersigned incorporator, who is licensed and otherwise legally authorized to practice orthodontics in the State of Florida, desires to form a professional corporation in accordance with the Florida Professional Service Corporation and Limited Liability Company Act, and adopts the following articles of incorporation for the corporation:

ARTICLE I

NAME

The name of the corporation is Barkett Orthodontics, D.D.S., M.S.D., P.A.

ARTICLE II

PRINCIPAL OFFICE AND INITIAL REGISTERED AGENT

The address of the corporation's principal office is 1955 21st Avenue, City of Vero Beach, County of Indian River, State of Florida 32960. The name of the initial registered agent of the corporation, located at that office, is George A. Barkett.

ARTICLE III

DURATION

The period of the corporation's duration shall be perpetual or until dissolved on a vote of the shareholders as provided in these articles.

ARTICLE IV

PURPOSE

The corporation is organized for the following purposes:

- a. To engage in the practice of orthodontics and to carry on services incident to the practice of orthodontics. The orthodontic practice is the sole and exclusive professional service to be rendered by this corporation.
- b. To own property, enter into contracts, and to carry on any business necessary or incidental to the accomplishment or furtherance of the purposes or objects of this corporation.

ARTICLE V

CAPITAL STOCK

The total number of shares of stock which the corporation shall be authorized to issue or have outstanding at any one time is 100 shares. These shares shall be of a single class of common stock, and shall have a value of \$1.00 per share.

ARTICLE VI

CAPITALIZATION

The amount of capital with which the corporation will begin to practice the orthodontic profession is not less than \$100.00.

ARTICLE VII

CORPORATE POWERS

The corporation shall have all the rights and powers now or subsequently conferred on professional corporations by the laws of the State of Florida, including the power to own property, enter into contracts, and to carry on any business necessary or incidental to the accomplishment or furtherance of the purposes or objects of this corporation.

ARTICLE VIII

INCORPORATORS

The name and street address of each person signing these articles of incorporation as an incorporator is:

Name	Address
George A. Barkett	1955 21st Avenue Vero Beach, FL 32960

ARTICLE IX

DIRECTORS

The corporation is to be managed by a board of directors. The number of directors constituting the initial board of directors is 1, and the name and address of the initial director is:

George A. Barkett
1955 21st Avenue
Vero Beach, FL 32960

The initial director shall hold office until his successor is elected and qualified as provided in the bylaws. Then the term of office of each director shall be 1 year and until the election and qualification of a successor. The number of directors set forth in these articles of incorporation and constituting the initial board of directors shall be the authorized number of directors until that number is changed by a bylaw duly adopted by the shareholders.

ARTICLE X

BYLAWS

The initial director shall submit the proposed bylaws to the shareholders at a meeting to be held for that purpose not more than 90 days following the issuance of the Certificate of Incorporation. Following the adoption of bylaws by a majority of the shareholders, the internal affairs of the corporation are to be regulated and managed in accordance with the bylaws.

ARTICLE XI

DISSOLUTION

The corporation may be dissolved at any time (1) by unanimous written consent of the shareholders; or (2) on the affirmative vote of the holders of at least two-thirds (2/3) of the outstanding shares of the corporation entitled to vote. On dissolution, the corporate property and assets shall, after payment of all debts of the corporation, be distributed to the shareholders pro rata, each shareholder to participate in the distribution in direct proportion to the number of shares held by the shareholder.

The undersigned incorporator of this corporation, has executed these articles of incorporation
at Vero Beach, Indian River County, Florida this 28th day of October, 1997.

BARKETT ORTHODONTICS, D.D.S., M.S.D., P.A.

By: *George A. Barkett*
GEORGE A. BARKETT

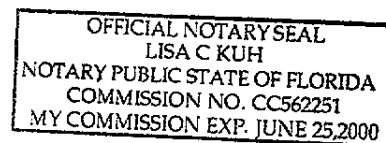
STATE OF FLORIDA

COUNTY OF INDIAN RIVER

Before me personally appeared GEORGE A. BARKETT to me well known and known to
me to be the person described in and who executed the foregoing instrument, and acknowledged to
and before me that he executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal this 28th day of October, 1997.

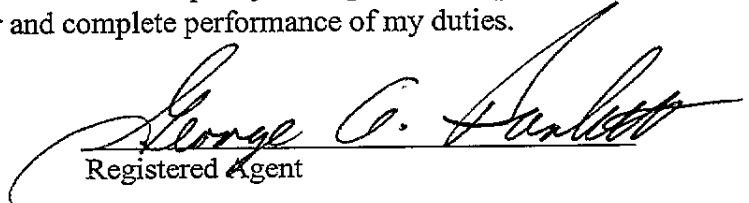
Lisa C. Kuh
Notary Public
State of Florida



FILED
STATE OF FLORIDA
CORPORATIONS
97 NOV 17 PM 9:42

ACCEPTANCE BY REGISTERED AGENT

Having been named as Registered Agent to accept process for the corporation at the place designated in this certificate, I hereby agree to act in this capacity and agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.


Registered Agent

Date: 12 Nov, 1997

Sworn to and subscribed before me
this 12th day of November, 1997.


Notary Public, State of Florida

My Commission Expires:

