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October 8, 1998

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

FILED  
SECRETARY OF CORPORATIONS  
98 OCT 15 AM 9:14

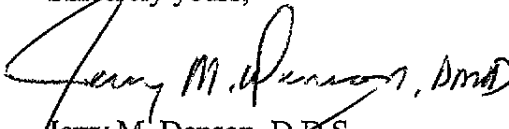
RE: Denson Orthodontics, P.A.

Gentlemen:

Enclosed please find an original plus one (1) executed copy of the Articles of Incorporation of Denson Orthodontics, P.A. Please file this corporation on the public records of the State of Florida and please return a stamped 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 \$70.00 to cover the following costs: Filing Fee of \$35.00 and Registered Agent Fee of \$35.00.

Sincerely yours,

  
Jerry M. Denson, D.D.S.  
DMD

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ARTICLES OF INCORPORATION

OF

DENSON ORTHODONTICS, P.A.

FILED  
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DIVISION OF CORPORATIONS  
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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 Denson Orthodontics, P.A.

ARTICLE II

PRINCIPAL OFFICE AND INITIAL REGISTERED AGENT

The address of the corporation's principal office is 2001 Mercy Drive, #200, City of Orlando, County of Orange, State of Florida 32808. The name of the initial registered agent of the corporation, located at that office, is Jerry M. Denson.

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
Jerry M. Denson, D.M.D.,	2001 Mercy Drive, #200 Orlando, FL 32808

## 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:

Jerry M. Denson, D.M.D.,  
2001 Mercy Drive, #200  
Orlando, FL 32808

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 of the number of shares held by the shareholder.

The undersigned incorporator of this corporation, has executed these articles of incorporation at Orlando, Orange County, Florida this 12<sup>TH</sup> day of OCTOBER, 1998.

DENSON ORTHODONTICS, P.A.

By Jerry M. Denson  
Jerry M. Denson

STATE OF FLORIDA

COUNTY OF ORANGE

Before me personally appeared JERRY M. DENSON 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 12<sup>th</sup> day of October, 1998.

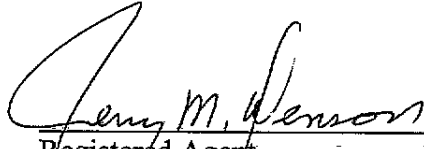
[Signature]  
Notary Public  
State of Florida



SUSAN SULLIVAN  
My Comm Exp. 3/21/99  
Bonded By Service Ins  
No. CC447033  
☒ Personally Known ☐ Other I.D.

**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 am familiar with and accept the duties and responsibilities as Registered Agent and 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: OCT 12, 1998

Sworn to and subscribed before me  
This 12<sup>th</sup> day of October, 1998

  
\_\_\_\_\_  
Notary Public, State of Florida

My Commission Expires:



SUSAN SULLIVAN  
My Comm Exp. 3/21/99  
Bonded By Service Ins  
No. CC447033

☒ Personally Known ☐ Other I.D.

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