# P98000101079

TICC
FILING & SEARCH
SERVICES

Date:

UCC FILING & SEARCH SERVICES, INC. 526 East Park Avenue Tallahassee, FL 32301 (850) 681-6528

# HOLD

FOR PICKUP BY UCC SERVICES

**OFFICE USE ONLY (Document #)** 

707142

T. SMITH DEC 04 1916

100002703161--5 12/04/98--01055-012 \*\*\*\*\*\*78.75 \*\*\*\*\*\*78.75

		****** 「ひ。('S ******* * 78
	S) AND DOCUMENT NUMBER	(S) (if known):
, <del></del>	· -	DDS PA
Konald	2 E. Myers	
	V	3 DE LAN
		AS T
		RY O ILEI
	Diele I In Time	
Walk In	Pick Up Time	Certified Copy
Mail Out	A 275 70	Certificate of Status
Will Wait		Certificate of Good Standing
Photocopy	RUSH	ARTICLES ONLY
	-	
		ALL CHARTER DOCS
NEW FILINGS	AMENDMENTS	
Profit NonProfit	Amendment  Resignation of R.A. Officer/Director	
Limited Liability	Change of Registered Agent	Certificate of FICTITIOUS NAME
Domestication	Dissolution/Withdrawal	
Other	Merger	FICTITIOUS NAME SEARCH
		CORP SEARCH 🗮 👩
EZOTHER FILINGS	REGISTRATION/QUALIFICATIO	
Annual Report	Foreign	William program to the program to th
Fictitious Name	Limited Partnership	(**)
Name Reservation	Reinstatement	part when a project
	Trademark	991 1 7 7 7 7 7 7 7 7 7 7 7 7 7 7 7 7 7
	Other	Pris manage for justification in the contract of the contract
Ordered By:		and the state of t
	·	· · · · · ·

## DEC -4 PM 1: RETARY OF ST AHASSEE, FLO

# ARTICLES OF INCORPORATION FOR RONALD E. MYERS, D.D.S., P.A. (FOR PROFESSIONAL CORPORATION)

\*\*\*\*\*\*\*\*\*\*\*\*\*\*\*\*\*\*

Articles of Incorporation:

The undersigned natural person, competent and licensed to practice dentistry in the State of Florida, acting hereby as incorporator for the purpose of forming a Professional Service Corporation for profit under the provisions of Section 607, Florida Business Corporation Act, and Section 621, Florida Professional Service Corporation and Limited Liability Company Act, of the Florida Statutes, does hereby adopt the following

I

#### NAME OF CORPORATION

The name of this corporation shall be RONALD E. MYERS, D.D.S., P.A.

II

#### **PURPOSES**

The general nature and purpose of business to be transacted, promoted and carried on by the corporation are as follows:

- a. To engage in every aspect in the practice of dentistry, and all its field of specializations, as are engaged in by Dentists.
- b. To engage and render the professional services involved only through its officers, agents and employees who shall be Dentists in good standing and duly licensed or otherwise legally authorized within the State of Florida to render the same professional service as this corporation.
- c. To invest its funds in real estate, mortgages, stocks, bonds and any other type of investments permitted by law.
- d. To engage in no other business other than the rendition of the professional services specified herein.
- e. To do everything necessary and proper in accomplishing the purposes herein set forth and to do anything

incidental thereto which is not forbidden under the laws of the State of Florida.

<u>III</u>

#### CAPITAL STOCK

- a. The maximum number of shares of stock that the corporation is authorized to have outstanding at any time shall be Five Thousand (5,000) shares of common stock at One Dollars (\$1.00) per share par value.
- b. The consideration to be paid for each share shall be payable in lawful money or property, labor or services.
- c. Shares of the corporation's stock and certificates shall be issued only to Dentists in good standing and duly licensed or otherwise legally authorized within the State of Florida to render the same professional services as this corporation.

<u>TV</u>

#### DURATION

The corporation shall have perpetual existence.

<u>v</u>

#### REGISTERED AGENT

The mailing address of this corporation is 7135 Mariner Boulevard, Spring Hill, FL 34609, and the address of this corporation's initial registered office is 4052 Commercial Way, Spring Hill, Florida 34606 and the name of its initial registered agent at said address is PAUL H. NESSLER, JR.

<u>VI</u>

#### INCORPORATOR

The name and address of the incorporator is as follows:

RONALD E. MYERS, D.D.S. 7135 MARINER BOULEVARD SPRING HILL, FL 34609

VII

#### BOARD OF DIRECTORS

The corporation shall have a Board of Directors consisting of One (1) person. The number of Directors may be increased or decreased from time to time by a resolution of the majority of the Stockholders but shall never be less than one.

The names and addresses of the initial Directors of this corporation are:

RONALD E. MYERS, D.D.S., 7135 MARINER BOULEVARD SPRING HILL, FL 34609

<u>VIII</u>

#### INFORMAL SHAREHOLDER ACTION

Any action of the Shareholders may be taken without a meeting if consent in writing setting forth the action so taken shall be signed by all the Shareholders entitled to vote upon such action at a meeting and filed with the Secretary of the corporation as part of the corporate records.

ΙX

### SEVERANCE AND TERMINATION OF EMPLOYMENT

If any officer, director, stockholder, agent or employee of this corporation becomes legally disqualified to render the professional services for which the corporation is organized, or accepts employment that places restrictions or limitations on his continued rendering of such professional services, he shall forthwith sever all employment with the corporation, and shall not thereafter participate or share, directly or indirectly, in any earnings or profits realized by the corporation on account of professional services. The corporation shall forthwith, upon such disqualification of any shareholder, purchase such shareholder's shares and pay him all amounts owing and lawfully due to him by the corporation, except that such shares shall not be entitled to dividends.

<u>X</u>

#### INFORMAL DIRECTOR ACTION

If all of the Directors severally or collectively consent in writing to any action taken or to be taken by the corporation, and the writings evidencing their consent are filed with the Secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

#### INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

#### XII

#### BYLAW AMENDMENT

The power to adopt, alter, amend or repeal the bylaws of this corporation shall be vested in the Board of Directors and Stockholders provided that such amendment be in compliance with the laws of Florida governing a Professional Service Corporation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation in the State of Florida, day of December , 1998.

> Ronald E. Myers Incorporator

STATE OF FLORIDA

COUNTY OF HERNANDO

BEFORE ME, the undersigned authority, personally appeared RONALD E. MYERS, D.D.S., who is to me well known to be the person described in and who executed the foregoing Articles of Incorporation as the incorporator, and he acknowledged to and before me that he executed the same for the uses and purposes therein mentioned and set forth.

IN WITNESSES WHEREOF, I have hereunto set my hand and seal at Spring Hill in the said County and State, this 3 day of Alcenher, 1998.

Notary Public

My Commission Expires:

(Notary Seal)

GERALDINE M. BISZKONT SANY PUR COMMISSION # 00 535469 EXPIRES APR 15, 2000 **BONDED THRU** ATLANTIC BONDING CO., INC.

#### ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated corporation at the place designated in these Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions of Chapter 48.091, Florida Statutes, relative to keeping open said registered office.

Paul. H. Nessler J

FILED

TARY OF STATE