# P990000 30672

#### TRANSMITTAL LETTER

Department of State Division of Corporations P. O. Box 6327 Tallahassee, FL 32314 500002824375--1 -03/30/99--01096--006 -\*\*\*\*122.50 \*\*\*\*\*\*78.75

#### **SUBJECT:**

PAUL J. SKOMSKY, D.D.S., P.A. (Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for : \$122.50.

- \_x\_\_ Filing Fee (\$35.00)
  \_x\_\_ Designation of Registered Agent (\$35.00)
  \_x\_\_ Certified Copy (ADDITIONAL COPY REQUIRED) (\$52.50)
  \_Certificate of Status (\$8.75)
- FROM:

Name: James A. Dozier
Address: 5518 Genoa Lane
City, State & Zip: Orlando, Florida 32801
Daytime Telephone number: 407-425-2684

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SECRETARY OF STATE

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The undersigned, Michael A. U. O'Quinn, acting as incorporator of PAUL J. SKOMSKY, D.D.S., P.A., under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

#### <u>ARTICLE I - NAME</u>

The name of the corporation is:

PAUL J. SKOMSKY, D.D.S., P.A.



#### **ARTICLE II - PRINCIPAL OFFICE**

The address of the corporation's principal office is 338-A North Magnolia Avenue, Orlando, Florida 32801.

#### ARTICLE III - REGISTERED AGENT

The name of the initial registered agent of the corporation is Michael A. U. O'Quinn, FOWLER, BARICE, FEENEY & O'QUINN, P.A., 28 West Central Boulevard, 4<sup>th</sup> Floor, Orlando, Florida 32801.

#### **ARTICLE IV - DURATION**

The period of the corporation's duration shall be perpetual.

#### ARTICLE V - PURPOSE

The purpose of the corporation is to:

- a. To engage in the practice of dentistry as a professional corporation and to own and operate a dental office for the purposes of providing dental and orthodontic care and treatment.
- b. To treat, prescribe, diagnose or operate for any disease, pain, injury, deficiency, deformity or physical condition of human teeth, gums, jaws and adjacent tissues.

- c. To furnish, construct, reproduce or repair prosthetic dentures or bridges to be used and worn as substitutes for natural teeth.
- d. To supply, repair or construct orthodontic or various appliances used for the correction of malocclusion or deformities of other structures.

The purposes of this Corporation shall be carried out only through officers, employees and agents, each of whom is licensed or otherwise legally qualified to render professional dental or orthodontic services in the State of Florida.

#### ARTICLE VI - 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 100,000 shares. These shares shall be of a single class of common stock, and shall have a par value of \$1.00 per share.

#### **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.

#### **ARTICLE VIII - INCORPORATORS**

The name and street address of the incorporator is:

Michael A. U. O'Quinn 28 West Central Boulevard Fourth Floor Orlando, Florida 32801

#### **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 one (1), and the name and address of the initial director are:

Paul J. Skomsky, D.D.S. 338-A North Magnolia Avenue Orlando, Florida 32801 The initial director shall hold office until successor(s) are elected and qualified as provided in the bylaws. Then, the term of office of each director shall be one year and until the election and qualification of a successor. The number of directors set forth in these articles 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 60 days following the issuance of the Certificate of Incorporation. Following the adoption of bylaws by the affirmative vote of three fourths of the shareholders, the internal affairs of the corporation are to be regulated and managed in accordance with the bylaws.

The undersigned incorporator of this corporation, has executed these articles of incorporation at Orlando, Orange County, Florida this 24 day of March, 1999.

Michael A. U. O'Quinn, Incorporator

#### STATE OF FLORIDA

#### COUNTY OF ORANGE

Before me, the undersigned authority, personally appeared Michael A. U. O'Quinn, to me personally known, who executed the foregoing document this 24th day of March, 1999.

Notary Public - State of Florida

James A. Dozier

Notary Public, State of Florida

Commission No. CC (48930

Of P.O. My Commission Expires 03/28/99

1-800-3-NOTARY - Fla. Notary Service & Bonding Co.

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## CERTIFICATE OF DESIGNATION OF REGISTERED AGENT

Pursuant to Sections 48.091 and 607.0501, Florida Statutes, the follow is submitted:

That PAUL J. SKOMSKY, D.D.S., P.A., desiring to organize under the laws of the State of Florida with its initial registered office, as indicated in the Articles of Incorporation, 338-A North Magnolia Avenue, Orlando, Florida 32801, has named Michael A. U. O'Quinn, Esquire, FOWLER, BARICE, FEENEY & O'QUINN, P.A., 28 West Central Boulevard, 4th Floor, Orlando, Florida 32801, as its agent to accept service of process within the State of Florida.

#### **ACKNOWLEDGMENT**

Having been named as registered agent to accept service of process for the corporation named above, at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in that 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.

Dated this 24 day of March, 1999

Michael A. U. O'Quinn, Esquire

Registered Agent

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SICRLIARY OF STATE
AND AHASSEE, FLORIDA