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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

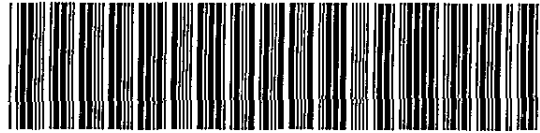
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TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Delta Dental of Rhode Island, Inc

(Name of Corporation – must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Not for Profit Corporation for Authorization to Conduct its Affairs in Florida", "Certificate of Existence", and check are submitted to register the above referenced not for profit corporation to conduct its affairs in Florida.

Please return all correspondence concerning this matter to the following:

William R. Landry, Esq.

(Name of Person)

Blish & Cavanagh, LLP

(Firm/Company)

68 King Street, Norfolk, Mass. 02056

(Address)

Providence, RI 02903

(City/State and Zip Code)

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For further information concerning this matter, please call:

William R. Landry, Esq. at (401) 831-8900

(Name of Person) (Area Code & Daytime Telephone Number)

STREET ADDRESS:
Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:
Registration Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- \$70.00 Filing Fee
- \$78.75 Filing Fee & Certificate of Status
- \$78.75 Filing Fee & Certified Copy
- \$87.50 Filing Fee, Certificate of Status & Certified Copy

APPLICATION BY FOREIGN NOT FOR PROFIT CORPORATION FOR AUTHORIZATION TO CONDUCT ITS AFFAIRS IN FLORIDA

IN COMPLIANCE WITH SECTION 617.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN NOT FOR PROFIT CORPORATION FOR AUTHORIZATION TO CONDUCT ITS AFFAIRS IN THE STATE OF FLORIDA:

1. Delta Dental of Rhode Island, Inc.
(Name of corporation: must include the word "INCORPORATED" or "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present. "Company" or "Co." may not be used as a corporate suffix by a nonprofit corporation.)

2. Rhode Island 3. 05-0296998
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. September 22, 1959 5. perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. _____
(Date corporation first conducted Affairs in Florida - See sections 617.1501, 617.1502, and 817.155, F.S.)

7. 10 Charles Street, Providence, RI 02904
(Principal office address)

10 Charles Street, Providence, RI 02904
(Current mailing address)

8. third-party administration for dental insurance
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

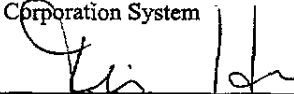
9. **Name and street address of Florida registered agent:** (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: C T Corporation System

Office Address: c/o C T Corporation System
 1200 South Pine Island Road

Plantation, Florida 33324
(City) (Zip Code)

10. **Registered agent's acceptance:**
Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

C T Corporation System
 By:  TRACI HOUCK
(Registered agent's signature) SPECIAL ASSISTANT SECRETARY

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

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 TALLAHASSEE, FLORIDA

12. Names and addresses of officers and/or directors:

A. DIRECTORS

Chairman: Karl Sherry

Address: Hayes & Sherry Real Estate Services, 10 Dorrance Street, Suite 650
Providence, RI 02903

Vice Chairman: A. Thomas Correia

Address: 2441 Pawtucket Avenue, East Providence, RI 02914

Director: Patricia A. Sullivan

Address: Edwards & Angell, 2800 Financial Plaza
Providence, RI 02903

Director: Edward Almon

Address: Claflin Company, 465 Warwick Industrial Drive
Warwick, RI 02886 (see attached sheet for additional directors)

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PROVIDENCE, RI

B. OFFICERS

President: Joseph A. Nagle

Address: Delta Dental of Rhode Island, 10 Charles Street, Providence, RI 02904

Vice President: not applicable

Address:

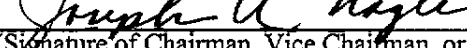
Secretary: Patricia A. Sullivan

Address: Edwards & Angell, 2800 Financial Plaza, Providence, RI 02903

Treasurer: Richard A. Fritz

Address: 68 King Street, Norfolk, Mass. 02056

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Joseph A. Nagle, President
(Typed or printed name and capacity of person signing application)

DELTA DENTAL OF RHODE ISLAND

Attachment to Application for Authorization to Conduct Affairs in Florida

Additional Directors:

Maria M. Ascioffa, D.M.D.
Ascioffa Family Dentistry, Inc.
880 Main Street
East Greenwich, RI 02818

Phillip C. Berner, D.D.S.
1840 Mineral Spring Avenue
North Providence, RI 02904

Vincent DelNero
Pawtucket Mutual Insurance Co.
P.O. Box 820
Pawtucket, RI 02862

Robert DiMuccio
Amica Mutual Insurance Co.
P.O. Box 6008
Providence, RI 02940

David A. Duffy
275 Stony Lane
North Kingstown, RI 02852

Paula Hurd
Pegasus Printing
56 Hickory Drive
East Greenwich, RI 02818

Paul A. MacDonald
Teamsters Local 251
1201 Elmwood Avenue
Providence, RI 02907-3799

Stephen J. Puerini, D.M.D.
989 Reservoir Avenue
Cranston, R.I. 02910

Leonard C. Taddei, D.M.D.
770 Aquidneck Avenue
Middletown, RI 02842

Robert A. Urciuolo
Roger Williams Medical Center
824 Chalkstone Avenue
Providence, RI 02908

Marilyn J. Walsh
Women and Infants Hospital
101 Dudley Street
Providence, RI 02905

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STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State

Matthew A. Brown

Secretary of State

The Office of the Secretary of the State of Rhode Island and Providence Plantations, HEREBY CERTIFIES, that

DELTA DENTAL OF RHODE ISLAND

a Rhode Island non-profit corporation, filed original articles of association in this office on the 22nd day of September 1959; and

IT IS FURTHER CERTIFIED that said corporation is now of record and in good standing in this office.

SIGNED AND SEALED
eleventh day of May 2005.

SECRETARY OF STATE
STATE OF RHODE ISLAND
PROVIDENCE PLANTATIONS

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Matthew Brown

Secretary of State

BY *Wye. Carroll*

