CCRS 103 N. MERIDIAN STREET, LOWER LEVEL TALLAHASSEE, FL 32301 222-1173

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CONTACT:	CINDY HICKS	8000033758782 -08/29/0001022022 *****78.75 *****78.75
DATE:	8-29-00	**************************************
<b>REF.</b> #:	0174.12912	
CORP. NAME:	MARION DENTAL	GROUP, P.A.
(X) ARTICLES OF INCORI	( ) TRADEMARK/SERVICE MAR	
( ) FOREIGN QUALIFICA	TION ( ) LIMITED PARTNERSHIP	( ) LIMITED LIABILITY
( ) REINSTATEMENT	( ) MERGER	( ) WITHDRAWAL 100
( ) CERTIFICATE OF CAN ( ) OTHER:	NCELLATION ( ) UCC-1	( ) UCC-3
	EPAID WITH CHECK# 8685	,
AUTHORIZATIO	N FOR ACCOUNT IF TO BE DEB	LIMIT: \$
PLEASE RETURN	<b>!:</b>	
(X)CERTIFIED COPY	( ) CERTIFICATE OF GOOD STANDIN	G () PLAIN STAMPED COPY
( ) CERTIFICATE OF ST		( ) AMILIA COLI
Examiner's Initials		T.SMITH AUG 29 2000

## ARTICLES OF INCORPORATION

## **OF**

# MARION DENTAL GROUP, P.A.

The undersigned incorporator, for the purpose of forming a Corporation for profit under the Professional Service Corporation Act, hereby adopts the following Articles of Incorporation:

### **ARTICLE I - NAME**

The name of this Corporation is:

MARION DENTAL GROUP, P.A.

### ARTICLE II - TERM OF EXISTENCE

The Corporation is to exist perpetually.

#### ARTICLE III - PURPOSES

The purposes of the Corporation are to engage in the practice of dentistry and any activity or business permitted under the laws of the United States and the State of Florida.

## ARTICLE IV - CAPITAL STOCK

The shares of stock of this Corporation shall consist of only one class. The number of shares of stock that this Corporation is authorized to have outstanding at any one time is:

1,000 Shares of Common Stock

\$1.00 par value per share

#### ARTICLE V - PRINCIPAL OFFICE

The principal place of business and mailing address of this Corporation shall be:

1343 Main Street 7th Floor Sarasota, FL 34236

## ARTICLE VI - INITIAL REGISTERED AGENT AND ADDRESS

The registered agent and the street address of the registered office of this Corporation is:

T. Wendell Willis

1343 Main Street 7th Floor

Sarasota, FL 34236

#### ARTICLE VII - DIRECTORS

This Corporation shall have one (1) Director initially. The number of Directors may be changed from time to time by Bylaws adopted by the Shareholders. The name and address of each member of the first Board of Directors is:

T. Wendell Willis

1343 Main Street 7th Floor Sarasota, FL 34236

## ARTICLE VIII - AMENDMENT

These Articles of Incorporation may be amended in certain instances by the Board of Directors as provided by statute and in certain instances by resolutions adopted by the Board of Directors, proposed by them to the Shareholders and approved at a Shareholders Meeting by a majority of the stock entitled to vote thereon.

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## ARTICLE IX - INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

T. Wendell Willis

1343 Main Street 7th Floor Sarasota, FL 34236

The undersigned has executed these Articles this 2

Incorporator

Having been named as Registered Agent and to accept service of process for MARION DENTAL GROUP, P.A. at the place designated in the Articles, 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 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.

Registered Agent