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Roberto M. Vargas, Esquire
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February 8, 2002

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

FILED
STATE
DIVISION OF CORPORATIONS
FEB 13 AM 10:16

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-02/13/02--01045--020
*****78.75 *****78.75

Re: Incorporation of Alberto A. Vargas, D.M.D., M.S., P.A.

Dear Division of Corporations:

Enclosed are the original and a copy of the Articles of Incorporation of the captioned proposed corporation. Please file the original and return the copy certified.

A check in the amount of \$78.75 is enclosed to cover the filing fee, registered agent fee and certificate of status fee.

Please note that under Article VII of the Articles of Incorporation, this corporation shall commence its corporate existence upon the date of execution of the Articles.

Please contact me at the above telephone number if you require any additional information.

Yours truly,

JONES, FOSTER, JOHNSTON & STUBBS, P.A.

By: Roberto M. Vargas
Roberto M. Vargas

RMV:mlk
Enclosures

2-18-02

ARTICLES OF INCORPORATION
OF
ALBERTO A. VARGAS, D.M.D., M.S., P.A.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 FEB 13 AM 10:16

ARTICLE I - NAME

The name of this Corporation is: Alberto A. Vargas, D.M.D., P.A.

ARTICLE II - PRINCIPAL OFFICE

The address of the principal office of this Corporation shall be 550 Heritage Drive, Suite 170, Jupiter, Florida 33458.

ARTICLE III - CAPITAL STOCK

The aggregate number of shares which this Corporation shall have authority to issue is 1,000 shares. Common shares shall be the only class of shares which this Corporation shall have authority to issue. No person other than one licensed as a Dentist under the laws of the State of Florida shall be a shareholder of this Corporation.

ARTICLE IV- BUSINESS PURPOSE

The purpose for which this Corporation is formed is to engage in the practice of orthodontics, dentistry and related medical services; to do everything necessary and proper for the accomplishment of any of the purposes or the attaining of any of the objects or the furtherance of any of the purposes enumerated in these Articles of Incorporation or any amendment thereof, necessary or incidental to the protection and

benefit of the Corporation, and in general, either alone or in association with other corporations, firms or individuals to carry on any lawful pursuit necessary or incidental to the accomplishment or the purpose or the attainment of the objects or the furtherance of such purposes or objects of the Corporation; and to conduct those lawful activities that are authorized by Chapter 621, Florida Statutes, as amended from time to time, and to exercise those powers, rights and procedures set forth in Chapter 607, Florida Statutes, in a manner not inconsistent with Chapter 621, and for the purpose of transacting any or al lawful business.

The foregoing paragraph shall be construed as enumerating both objects and purposes of the Corporation; and it is hereby expressly provided that the foregoing enumeration of specific purposes shall not be held to limit or restrict in any manner the purposes of the Corporation otherwise permitted by law.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is: 505 South Flagler Drive, Suite 1100, West Palm Beach, Florida 33401, and the name of the initial registered agent of the Corporation at that address is Roberto M. Vargas.

ARTICLE VI - INCORPORATOR

The name and address of the incorporator is:

Name

Address

Roberto M. Vargas

Jones, Foster, Johnston & Stubbs, P.A.
505 South Flagler Drive, Suite 1100
West Palm Beach, Florida 33401

ARTICLE VII - DURATION

The Corporation is to exist perpetually commencing on filing with the Secretary of State for the State of Florida.

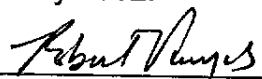
ARTICLE VIII - DIRECTORS

The affairs of the Corporation shall be managed by a Board of Directors whose number and qualifications shall be fixed by the Bylaws. The initial Board of Directors shall consist of one director: Alberto A. Vargas, D.M.D., M.S.

ARTICLE IX - AMENDMENT

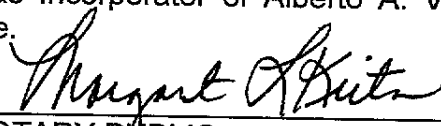
The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner prescribed by law.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on this 8th day of February 2002.


Roberto M. Vargas

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing instrument was sworn to and acknowledged before me this 8 day of February 2002, by Roberto M. Vargas as Incorporator of Alberto A. Vargas, D.M.D., M.S., P.A., who is personally known to me.


NOTARY PUBLIC

MARGARET L. KIETA
TYPED OR PRINTED NAME OF NOTARY
MY COMMISSION EXPIRES

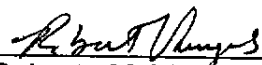


MARGARET KIETA
Notary Public, State of Florida
My Comm. Exp. July 20, 2003
No. CC 854046
BONDED THRU TROY FAIN INSURANCE, INC.

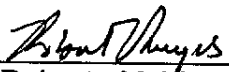
CERTIFICATE DESIGNATING REGISTERED AGENT/REGISTERED OFFICE

IN COMPLIANCE WITH SECTION 48.091, AND SECTION 607.0501, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

THAT Alberto A. Vargas, D.M.D., M.S., P.A., desiring to organize or qualify under the laws of the State of Florida, has named Roberto M. Vargas as its agent to accept service of process within Florida with a registered office located at 505 South Flagler Drive, Suite 1100, West Palm Beach, Florida 33401.


Roberto M. Vargas, Incorporator
Dated: February 8th, 2002

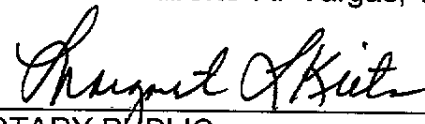
Having been named to accept service of process for the above-stated corporation, at the place designated in this Certificate, the undersigned hereby agrees to act in this capacity; the undersigned is familiar with and accepts the obligations of section 607.0505 of the Florida Business Corporation Act and further agrees to comply with the provisions of all statutes relative to the proper and complete performance of its duties.


Roberto M. Vargas
Dated: February 8th, 2002

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SECRETARY OF STATE
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STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing instrument was sworn to and acknowledged before me this 8 day of February 2002, by Roberto M. Vargas as Incorporator of Alberto A. Vargas, D.M.D., M.S., P.A., who is personally known to me.


NOTARY PUBLIC

MARGARET L. KIETA
TYPED OR PRINTED NAME OF NOTARY
MY COMMISSION EXPIRES



MARGARET KIETA
Notary Public, State of Florida
My Comm. Exp. July 20, 2003
No. CC 854046
BONDED THRU TROY FAIN INSURANCE, INC.