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VINCENT MICHAEL DOLCE, D.M.D.

4633 FOREST HILL BLVD
WEST PALM BEACH, FL 33413

TELEPHONE (407) 989-1001

Transmittal Letter

7 - 14 - 95

(Date)

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****122.50 ****122.50

FLORIDA Department of State
Division of Corporations
P.O. Box 6327
TALLAHASSEE FLORIDA 32314

Dear Sir:

Enclosed please find Articles of Incorporation and the Designation and Acceptance of Registered Agent for filing, together with our check in the amount of \$ 122.50 to cover the filing fee, certified copy charge, designation of registered agent, and charter tax.

I have also enclosed an additional copy of the Articles of Incorporation which I would appreciate having certified and returned to the above address.

Sincerely,

Vincent Dolce

Enclosures

DMD
7/20/95

RECEIVED
DIVISION OF CORPORATIONS
FLORIDA
06:41 PM 07/19/95
FILED

ARTICLES OF INCORPORATION
OF

VINCENT M. DOLCE, P.A.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I NAME

The name of the corporation shall be Vincent M. Dolce, P.A.

ARTICLE II NATURE OF BUSINESS

This corporation is a professional corporation organized to engage in the professional practice of dentistry, however, it may engage in or transact any and all other lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, county, territory or nation.

ARTICLE III CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV ADDRESS

The street address of the initial registered office of the corporation shall be 6633 Forest Hill Boulevard, West Palm Beach, Florida 33413, and the name of the initial Registered Agent for the corporation at that address is Vincent M. Dolce.

ARTICLE V SPECIAL PROVISIONS

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as may be necessary shall be deemed to have been taken by the appropriate officers to accomplish this compliance.

This corporation if formed under the provisions for professional associations in the State of Florida. The corporation will engage in the licensed practice of professional dentistry. Stockholders of the corporation will consist solely of those individuals who have complied with all applicable provisions set forth by the Department of Professional Regulation for the dentistry industry.

ARTICLE VI TERM OF EXISTENCE

This corporation shall exist perpetually.

ARTICLE VII LIMITATION OF LIABILITY

Each director, stockholder and officer, in consideration for his services, shall, in the absence of fraud, be indemnified, whether then in office or not, for the reasonable cost and expenses incurred by him in connection with the defense of, or for advice concerning any claim asserted or proceeding brought against him by reason of his being or having been a director, stockholder or officer of the corporation or of any subsidiary of the corporation, whether or not wholly owned, to the maximum extent permitted by law. The foregoing right of indemnification shall be inclusive of any other rights to which any director, stockholder or officer may be entitled as a matter of law.

ARTICLE VIII SELF DEALING

No contract or other transaction between the corporation and other corporations, in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the directors of the corporation is or are interested in a contract or transaction, or are directors or officers of any other corporation, and any director or directors, individually or jointly, may be a party or parties to, or may be interested in such contract, act or transaction, or in any way connected with such person or person's firm or corporation, and each and every person who may become a director of the corporation is hereby relieved from any liability that might otherwise exist from this contracting with the corporation for the benefit of himself or any firm, association or corporation in which he may be in any way interested. Any director of the corporation may vote upon any transaction with the corporation without regard to the fact that he is also a director of such subsidiary or corporation.

This corporation shall have a minimum of one director. The initial Board of Directors shall consist of:

Vincent M. Dolce

ARTICLE IX INCORPORATOR

The name and address of the incorporator is:

Vincent M. Dolce
6633 Forest Hill Boulevard
West Palm Beach, Florida 33413

IN WITNESS WHEREOF, the undersigned has heronunto set his hand and seal on this 14 day of July, 1991.

Incorporator:

Vincent Dolce

STATE OF Florida
COUNTY OF Duval

The foregoing instrument was executed and acknowledged before me this 14 day of July, 1991, by Vincent Dolce

Sharon M. Dobilin
Notary Public
State of Florida
My Commission Expires: 7/22/97

(SEAL)



SHARON M. DOBILIN
MY COMMISSION # CC441552 EXPIRES
April 22, 1990
NOTARY PUBLIC TRAVEL INSURANCE, INC

DESIGNATION OF AND ACCEPTANCE
BY REGISTERED AGENT

05.09.19 PM 1:30

The following is submitted in compliance with the laws of the State of Florida. Vincent M. Dolce, P.A., a corporation organizing under the laws of the State of Florida, with its principal office located at 6633 Forest Hill Boulevard, West Palm Beach, Florida 33413, has named Vincent M. Dolce, whose address is 6633 Forest Hill Boulevard, West Palm Beach, Florida 33413, as its Agent to accept service of process within this State.

ACCEPTANCE:

I agree as Registered Agent to accept service of process; to keep the office open during proscribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the above designated address) in some conspicuous place in the office as required by law.

Registered Agent:

Vincent Dolce

STATE OF Florida
COUNTY OF Duval

BEFORE ME, the undersigned authority, this day personally appeared Vincent Dolce, who, after being duly sworn, deposes and says that the facts and matters contained above are true and correct, and that he has executed the same for the purposes expressed herein.

WITNESS my hand and official seal this 14 day of July, 19 99.

Sharon M. Bobilin
Notary Public
State of Florida
My Commission Expires: April 22, 1999

(SEAL)
SHARON M. BOBILIN
MY COMMISSION # CC441552 EXPIRES
April 22, 1999
BONDED THRU TROY FARM INSURANCE, INC