P96000069784

FILED
96 AUG 21 PM 4:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

800001900988
-08/01/96--01002--007
****122.50 ****122.50

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, Florida 32301

Gentlemen:

Please create the new corporation "David J. Pfent II, D.M.D., P.A." Enclosed is a check for $122.50 to cover costs; and the original Articles of Incorporation and Consent of Registered Agent.

Yours truly,

David J Pfent

David J. Pfent II

Enclosures

AUG 21 1996

W96-16097

FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 1, 1996

DAVID J PFENT II
16251 N. CLEVELAND AVE.
SUITE 11
NORTH FORT MYERS, FL 33903

SUBJECT: DAVID J. PFENT II, D.M.D., P.A.
Ref. Number: W96000016097

We have received your document for DAVID J. PFENT II, D.M.D., P.A. and your check(s) totaling $122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The specific nature of business of the professional association must be stated in the document.

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6052.

Neysa Culligan
Document Specialist

Letter Number: [illegible]A00036888

Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

ARTICLES OF INCORPORATION

OF

David J. Pfent II, D.M.D., P.A.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BY THESE ARTICLES OF INCORPORATION the incorporator forms a corporation under Florida Law.

1. NAME: The name of this Corporation is:

David J. Pfent II, D.M.D., P.A.

The principal office of this corporation shall be:

16251 N. Cleveland Avenue
Suite 11
North Fort Myers, Florida 33903.

The mailing address shall be the same.

2. TERM: This corporation shall exist perpetually commencing on the date these Articles are filed.

3. PURPOSE: The purpose of this corporation is to transact any or all lawful businesses for which corporations may be incorporated under Chapter 607, Florida Statutes, in particular, the practice of general dentistry.

4. CAPITAL STOCK: This corporation is authorized to issue 1000 number of shares of common stock.

$1.00 par value per share.

5. REGISTERED AGENT: The initial registered agent for this corporation is as follows, together with the address of the initial registered office:

David J. Pfent II
16251 N. Cleveland Avenue
Suite 11
North Fort Myers, Florida 33903

6: DIRECTORS: This corporation shall have one director initially. The number shall be fixed by the bylaws and may be changed from time to time.

7. INITIAL DIRECTORS: The name and street address of the member of the first Board of Directors is:

David J. Pfent II
16251 N. Cleveland Avenue
Suite 11
North Fort Myers, Florida 33903

They shall hold office until the first annual meeting of stockholders.

8. INCORPORATOR: The name and address of the incorporator is as follows:

David J. Pfent II
16251 N. Cleveland Avenue
Suite 11
North Fort Myers, Florida 33903

DATED on this 14 day of August, 1996.

David J. Pfent II, Incorporator

STATE OF FLORIDA)
ss:
COUNTY OF LEE)

BEFORE ME, this 14th day of August, 1996 the undersigned Notary Public, appeared David J. Pfent II who is personally known to me and known to me to be the person described in and who executed the foregoing instrument, and acknowledged before me that he executed the foregoing Articles of Incorporation.

Notary Public

DEEMARIE LANGO
MY COMMISSION # CC 375046
EXPIRES: May 23, 1998
Bonded Thru Notary Public Underwriters

CONSENT OF REGISTERED AGENT

HAVING BEEN NAMED as registered agent for this corporation at the registered office designated in the foregoing Articles of Incorporation, the undersigned does hereby accept the designation.

David J. Pfent II

David J. Pfent II

STATE OF FLORIDA)
ss:
COUNTY OF LEE)

BEFORE ME, this 14th day of August, 1996, the undersigned Notary Public, came the person of David J. Pfent II, personally known to me and who did not take an oath acknowledged the foregoing Consent of Registered Agent.

Deemarie Lango

Notary Public

DEEMARIE LANGO
MY COMMISSION # CC 378046
EXPIRES: May 28, 1998
Bonded Thru Notary Public Underwriters

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TALLAHASSEE, FLORIDA

P96000069784

Sawyer & Latimer, P.A.
Certified Public Accountants

6550 North Federal Highway, Suite 220
Fort Lauderdale, FL 33308

(954) 491-7233
Fax (954) 491-2657

December 18, 1996

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

400002041724--8
-12/31/96--01009--011
*****35.00 *****35.00

Gentlemen:

Please process the enclosed Articles of Amendment To Articles of Incorporation. Also enclosed is your filing fee of $35. ALSO $122.50 for articles of Inc.

Please call me if you have any questions.

Sincerely,

Thomas R. Sawyer

Thomas R. Sawyer II

RECEIVED
96 DEC 30 PM 3:43
DIVISION OF CORPORATION

MAIL-OUT

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 DEC 30 PM 3:53

N/C Amend
SB

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

DAVID J. PFENT II, D.M.D., P.A.

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendments(s) adopted: (indicate article number(s) being amended, added, or deleted)

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DIVISION OF CORPORATIONS
96 DEC 30 PM 3:53

Article 1 - Name is amended to read:

The name of this corporation is:

North Pointe Dental Center, P.A.
The principal office of this corporation shall be:
16251 N. Cleveland Avenue
Suite 11
North Fort Myers, Fl 33903
The mailing address shall be the same.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions from implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendments adoption: Effective 12/18/96

FOURTH: Adoption of Amendment(s) (CHECK ONE)

[X] The Amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

[ ] The amendment(s) was/were approved by the shareholders through voting groups.

The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient for approval by ______________________"
voting group

[ ] The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

[ ] The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this day 18 of December, 1996

Signature David J. Pfent II
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By the Director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

David J. Pfent II
Typed or printed name

President
Title