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10/22/98

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TO: DIVISION OF CORPORATIONS

FAX #: (850) 487-6897

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT

PHONE: (305) 541-3694

FAX #: (305) 541-3770

NAME: AMERI-DENT, INC.

AUDIT NUMBER.....H98000019674

DOC TYPE.....BASIC AMENDMENT

CERT. OF STATUS..0

PAGES..... 2

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TALLAHASSEE, FLORIDA

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TO

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10/22/98

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TO: DIVISION OF CORPORATIONS

FAX #: (850)487-6897

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: AMERI-DENT, INC.

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DIVISION OF CORPORATIONS

500,001,168

October 23, 1998

AMERI-DENT, INC.
8910 SW 108TH ST., BLDG. A, UNIT 102
MIAMI, FL 33176

SUBJECT: AMERI-DENT, INC.
REF: P98000084025

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Amendments are filed in compliance with section 607.1006, Florida Statutes.

Please correct your document to reflect that it is filed pursuant to the correct statute number.

The amendment must be adopted in one of the following manners:

(1) If an amendment was approved by the shareholders, one of the following statements must be contained in the document.

(a) A statement that the number of votes cast for the amendment by the shareholders was sufficient for approval, -or-

(b) If more than one voting group was entitled to vote on the amendment, a statement designating each voting group entitled to vote separately on the amendment and a statement that the number of votes cast for the amendment by the shareholders in each voting group was sufficient for approval by that voting group.

(2) If an amendment was adopted by the incorporators or board of directors without shareholder action.

(a) A statement that the amendment was adopted by either the incorporators or board of directors and that shareholder action was not required.

The date of adoption of each amendment must be included in the document.

The capacity of the person signing the document must be typed or printed beneath or opposite the signature.

H98000019674

**ARTICLES OF AMENDMENT
TO ARTICLES OF INCORPORATION
OF**

AMERI-DENT, INC.

Pursuant to the provisions of Section 607.1006, Florida Statutes, the undersigned Florida nonprofit corporation adopts the following Articles of Amendment of its Articles of Incorporation. These amendments were adopted on October 22, 1998.

ARTICLE 1. PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation are 11050 North Kendall Drive, Unit 102, Miami, Florida 33176.

ARTICLE 2. DIRECTORS

The number of directors of the corporation shall be fixed by the bylaws of the corporation. The initial board of directors shall consist of 1 director whose name and address is as follows:


Betsy Hartsock
11050 North Kendall Drive
Unit 102
Miami, Florida 33176

Prepared by:
Ira B. Price, Esq.
9100 South Dadeland Boulevard, Suite 1701
Miami, Florida 33156
Florida Bar No.: 216879

FILED
98 OCT 23 PM 1:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

These amendments were adopted by the undersigned incorporator this 22nd day of October, 1998. Shareholder action was not required.

The undersigned incorporator has executed these Articles of Amendment to Articles of Incorporation of Ameri-Dent, Inc. this 22nd day of October, 1998.



Ira B. Price
Incorporator

10-22-98
Date:

H98000019674