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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAR 23 AM 9:51

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March 22, 1999

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VIA FEDERAL EXPRESS DELIVERY

Division of Corporations
Florida Department of State
409 East Gaines Street
Tallahassee, Florida 32399

EFFECTIVE DATE
4-1-99

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-03/23/99--01048--001
*****70.00 *****70.00

RE: ARTICLES OF INCORPORATION – SANDRA M. SPADAFORA, D.D.S., P.A.

Dear Madam or Sir:

Enclosed please an original and one (1) copy of the Articles of Incorporation of Sandra M. Spadafora, D.D.S., P.A.

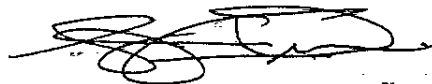
PLEASE NOTE THAT AN EFFECTIVE DATE OF APRIL 1, 1999, HAS BEEN REQUESTED.

Please file these Articles of Incorporation of record, and furnish me an approval stamped copy of the filed Articles. Also enclosed is this firm's check in the amount of seventy dollars (\$70.00) for the applicable filing fees.

Thank you for your usual cooperation and assistance.

If you should have any questions, please do not hesitate to give me a call.

Very truly yours,



L. JAMES DICKSON

Enclosures

D. BROWN MAR 29 1999

ARTICLES OF INCORPORATION

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EFFECTIVE DATE
4-1-99

SANDRA M. SPADAFORA, D.D.S., P.A.

The undersigned, being duly licensed to practice dentistry within the State of Florida, and desiring to form a professional corporation in accordance with Chapter 607, FLORIDA STATUTES, the Florida Business Corporation Act, and Chapter 621, FLORIDA STATUTES, the Florida Professional Service Corporation Act, does hereby adopt the following Articles of Incorporation.

Article 1

Name

The name of this corporation is:

SANDRA M. SPADAFORA, D.D.S., P.A.

Article 2

Duration; Effective Date

This corporation shall exist perpetually, commencing April 1, 1999.

Article 3

Purposes

This corporation is organized for pecuniary profit under the provisions of Chapter 607, FLORIDA STATUTES, for the sole and specific purpose of engaging, as a professional corporation within the meaning of Chapter 621, FLORIDA STATUTES, in the practice of dentistry within the State of Florida through its officers, employees and agents who are duly licensed or otherwise legally authorized to render such professional services within the State of Florida.

Article 4

Capital Stock

This corporation shall be authorized to issue ONE HUNDRED THOUSAND (100,000) shares of Common Stock, each having a par value of ONE CENT (\$.01).

Article 5

Registered Office and Registered Agent

The street address of the initial registered office of this corporation is 5299 Park Boulevard, Pinellas Park, Florida 33781. The name of the initial registered agent of this corporation at that address is SANDRA M. SPADAFORA, D.D.S.

Article 6
Principal Office and Mailing Address

The principal office, and mailing address, of this corporation are:

5299 Park Boulevard
Pinellas Park, Florida 33781

Article 7
Initial Board of Directors

The number of directors comprising the full Board of Directors of the corporation is initially fixed at one (1). The number of directors comprising the full Board of Directors may be increased or decreased, from time to time, by action of the shareholders, but shall never be less than one (1). The name and address of the initial director comprising the first Board of Directors of this corporation are:

SANDRA M. SPADAFORA, D.D.S.
5299 Park Boulevard
Pinellas Park, Florida 33781

Article 8
Incorporator

The name and address of the person signing these Articles of Incorporation as the incorporator are:

SANDRA M. SPADAFORA, D.D.S.
5299 Park Boulevard
Pinellas Park, Florida 33781

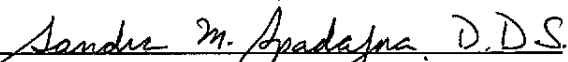
Article 9
Bylaws

The initial bylaws shall be adopted by the Board of Directors. The power to alter, amend, or repeal the bylaws or adopt new bylaws shall be vested in the Board of Directors, subject to repeal or change by action of the shareholders.

Article 10
Amendments

The corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders shall be subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation as of March 15, 1999.


SANDRA M. SPADAFORA, D.D.S.
Incorporator

SANDRA M. SPADAFORA, D.D.S., P.A.

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REGISTERED AGENT
ACCEPTANCE AND ACKNOWLEDGMENT

I hereby accept appointment as registered agent. I agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties and am familiar with and accept the obligations of Section 607.0505, *Florida Statutes*.

Date: March 15, 1999

Sandra M. Spadafora, D.D.S.
SANDRA M. SPADAFORA, D.D.S.
Registered Agent