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September 15, 1997

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

RE: Creative Alliance Dental Lab, Inc.

Dear Sir or Madam:

Enclosed herein please find an original and one (1) copy of the Articles of Incorporation for Creative Alliance Dental Lab, Inc. A check in the amount of One Hundred Twenty-Two Dollars, Fifty Cents (\$122.50) as your fee for incorporating same is also enclosed herein.

Thank you for your courtesy and prompt attention to this matter.

Very truly yours,



JEAN E. JACKSON
Legal Assistant to
WARNER B. "CHIP" MILLER

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DIVISION OF CORPORATIONS
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CERTIFICATE OF INCORPORATION

of

CREATIVE ALLIANCE DENTAL LAB, INC.

WE, THE UNDERSIGNED, hereby associate ourselves together for the purpose of becoming a corporation under the Laws of the State of Florida, by and under the provisions of the Statutes of the said State of Florida.

ARTICLE I

The name of this corporation shall be:

CREATIVE ALLIANCE DENTAL LAB, INC.

ARTICLE II

The corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III

The maximum number of shares of capital stock that this corporation is authorized to have outstanding at any one time is FIVE HUNDRED (500) shares of common stock, having a par value of ONE (\$1.00) DOLLAR PER SHARE.

ARTICLE IV

The amount of capital with which this corporation will begin business shall be the sum of not less than FIVE HUNDRED (\$500.00) DOLLARS.

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ARTICLE V

This corporation shall exist perpetually unless sooner dissolved according to law.

ARTICLE VI

The initial address of the principal office of the corporation shall be:

9910 Sandalfoot Boulevard
Boca Raton, FL 33428

ARTICLE VII

The number of Directors of this corporation shall be at least one (1) and no more than five (5).

ARTICLE VIII

The names and street addresses of the members of the first Board of Directors of this Corporation are as follows:

LARRY GEORGE ROWE President, Secretary, Treasurer
9910 Sandalfoot Boulevard
Boca Raton, FL 33428

RICHARD KOLBER Vice President
9910 Sandalfoot Boulevard
Boca Raton, FL 33428

ARTICLE IX

The names and street addresses of the persons signing these Articles of Incorporation as subscribers is as follows:

LARRY GEORGE ROWE President, Secretary, Treasurer
9910 Sandalfoot Boulevard
Boca Raton, FL 33428

RICHARD KOLBER Vice President
9910 Sandalfoot Boulevard
Boca Raton, FL 33428

ARTICLE X

The corporate existence of this corporation shall begin on the date the Articles of Incorporation are filed of record.

IN WITNESS WHEREOF, We the undersigned LARRY GEORGE ROWE and RICHARD KOLBER, being natural persons, competent to contract, have hereunto set their hands and seals this 15th day of September 1997.

Larry George Rowe (SEAL)
LARRY GEORGE ROWE

Richard Kolber (SEAL)
RICHARD KOLBER

STATE OF FLORIDA)
)
COUNTY OF BROWARD)

SS:

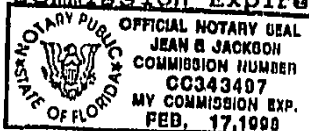
BEFORE ME, the undersigned authority personally appeared LARRY GEORGE ROWE, to me well known and known to me to be the individual described herein and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the same freely and voluntarily for the purpose therein expressed.

SWORN TO and SUBSCRIBED before me this ____ day of September 1997, by LARRY GEORGE ROWE who [] is personally known to me (or) has produced Florida Driver's License No. R000-527-50-170-0 as identification. (SEAL)

Jean E. Jackson
NOTARY PUBLIC
State of Florida

JEAN E. JACKSON
Typed or Printed Name

My Commission Expires:



STATE OF FLORIDA)
COUNTY OF BROWARD) SS:

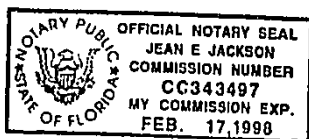
BEFORE ME, the undersigned authority personally appeared RICHARD KOLBER, to me well known and known to me to be the individual described herein and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the same freely and voluntarily for the purpose therein expressed.

SWORN TO and SUBSCRIBED before me this 15th day of September 1997, by RICHARD KOLBER who [] is personally known to me (or) [] has produced Florida Driver's License No. K416-755-52-413-0 as identification. (SEAL)

Jean E. Jackson
NOTARY PUBLIC
State of Florida

JEAN E. JACKSON
Typed or Printed Name

My Commission Expires:



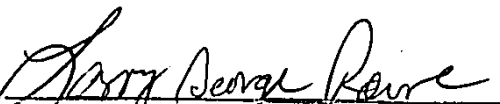
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

FIRST: That CREATIVE ALLIANCE DENTAL LAB, INC., desiring to organize under the Laws of the State of Florida with its principal offices as indicated in the Articles of Incorporation, in the City of Boca Raton, County of Palm Beach, State of Florida, has named LARRY GEORGE ROWE located at 9910 Sandalfoot Boulevard, Boca Raton, FL, 33428, as its agent to accept service of process within this State.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

BY: 
LARRY GEORGE ROWE
Registered Agent

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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