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March 4, 1998

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

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Gentlemen:

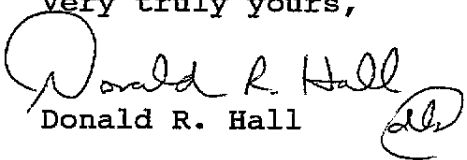
Re: JERRY A. BROWN, D.M.D., P.A.

Enclosed herewith please find the charter for the above-captioned corporation which we request that you file in your office. Also enclosed is a copy of the same which we request that you certify and return to us.

Our check in the amount of \$122.50 is also enclosed to cover your charges as follows:

Filing Fee	\$35.00
Certified Copy	\$52.50
Registered Agent	<u>\$35.00</u>
	\$122.50

Very truly yours,


Donald R. Hall

DRH:dk
Enclosures

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAR -6 PM 2:25

WS 3/9

ARTICLES OF INCORPORATION
OF
JERRY A. BROWN, D.M.D., P.A.

FILED STATE
SECRETARY OF CORPORATIONS
68 MAR -6 PM 2:25

Article I - Name

The name of this corporation is JERRY A. BROWN, D.M.D., P.A.

Article II - Principal Place of Business

The principal place of business of this corporation is 36207
East Lake Road, Palm Harbor, FL 34685.

Article III - Duration

This corporation shall exist for a perpetual period.

Article IV - Purpose

To render the practice of dentistry to the public; and to have
all of the powers conferred upon this corporation by the laws of
the State of Florida or of any other state or country and not
prohibited by the professional service corporation act.

Article V - Capital Stock

This corporation is authorized to issue 1,000 shares of \$1.00
par value common stock.

Article VI - Preemptive Rights

The shareholders of the corporation shall have all preemptive
rights to acquire unissued shares pursuant to F.S. 607.0630, as
amended.

Article VII - Preferences, Limitations and
Relative Rights of Shares of Capital Stock

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Shares.

Article VIII - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 36207 East Lake Road, Palm Harbor, FL 34685, and the name of the initial registered agent of this corporation at that address is JERRY A. BROWN.

Registered Agent's Acceptance:

I hereby am familiar with and accept the duties and responsibilities as Registered Agent for said corporation.

By:

Jerry A. Brown
Jerry A. Brown

Article IX - Initial Board of Directors

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one (1). The name and address of the initial director is: Jerry A. Brown, 36207 East Lake Road, Palm Harbor, FL 34685.

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SECRETARY OF CORPORATION'S
DIVISION OF CORPORATIONS

Article X - Incorporator

The name and address of the person signing these articles is:

Jerry A. Brown, 36207 East Lake Road, Palm Harbor, FL 34685.

Article XI - Bylaws

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the shareholders.

Article XII - Powers

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

Article XIII - Indemnification

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

Article XIV - Amendment

This corporation reserves the right to amend or repeal any provisions contained in these articles of incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these articles of incorporation this 27 day of February, 1998.

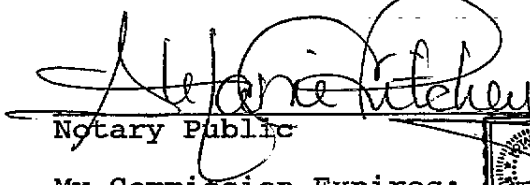

Jerry A. Brown, Subscriber

STATE OF FLORIDA

COUNTY OF PINELLAS

Before me, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared JERRY A. BROWN, who is personally known to me or who produced a Florida Driver's License as identification, and he acknowledged before me that he executed those articles of incorporation freely and voluntarily.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this 23 day of February, 1998.


Notary Public

My Commission Expires:

