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JOHN E. MOORE, III*

BRADLEY W. ROSSWAY

JAMES A. TAYLOR, III*

ALSO ADMITTED IN THE DISTRICT OF COLUMBIA December 28, 1999

Via Federal Express

Doug Spitler Divison of Corporations, Amendment Filing Section Secretary of State Florida Dept. of State 409 E. Gaines St. Tallahassee, FL 32399

> Re: Dissolution of:

> > Atlantic Dental Company South, Inc.

CORPORATE NUM: 586287

FEI#: 59-1849358

Dear Mr. Spitler:

*****52.50

Please find enclosed the Articles of Dissolution for Atlantic Dental Company South, Inc. (reference numbers above). Atlantic Dental Company South, Inc., a Florida profit corporation, submits the enclosed Articles of Dissolution, pursuant to section 607.1403, Florida Statutes. As per our telephone conversation on December 23, 1999, we would like the Articles of Dissolution to be filed in 1999, with the effective date in 1999, and you kindly assured me that such would be the case as long as the Articles were mailed by the 31st of December, 1999.

Also enclosed is a check for \$52.50--\$35.00 for the filing fee, and \$8.75 for a certified copy of the Articles of Dissolution, and \$8.75 for a certificate of status. Please send the certified copy and certificate of status to my attention at the above address.

Please feel free to contact me with any questions or comments you may have. Thank you for your help.

RMM Enclosures

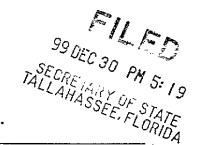
Atlantic Dental Company

F:\Myhre\Atlantic Dental\FL Sec of State.Dissolution.ltr.doc

Nol. Diss.

ARTICLES OF DISSOLUTION





ATLANTIC DENTAL COMPANY SOUTH, INC.

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, being all of the Directors and all of the shareholders of ATLANTIC DENTAL COMPANY SOUTH, INC., do hereby execute these Articles of Dissolution and state:

ARTICLE I

The name of this corporation is ATLANTIC DENTAL COMPANY SOUTH, INC.

ARTICLE II

Dissolution of ATLANTIC DENTAL COMPANY SOUTH, INC. was authorized on the 25th day of February, 1999.

ARTICLE III

Dissolution of ATLANTIC DENTAL COMPANY SOUTH, INC. was approved by its shareholders unanimously, and the number cast for dissolution was sufficient for approval.

IN WITNESS WHEREOF, we, the undersigned, being all of the Directors and all of the shareholders of the foregoing corporation, do hereby certify that the foregoing constitutes the Articles of Incorporation of ATLANTIC DENTAL COMPANY SOUTH, INC.

Witness my hand and seal this 25th day of Falman, 1999.

Victor Bradt

Director and Shareholder

Secretary.

Robert W. Baker

Director and Shareholder

President

The foregoing instrument was acknowledged before me this Ath day of February, 1999, by VICTOR BRADT who is personally known to me or who has produced Driver Lieuse as identification and who did (did not) take an oath, and ROBERT W. BAKER who is personally known to me or who has produced Driver Lieuse as identification and who did (did not) take an oath.

(SEAL)

Notary Public Name: Kobin B Welch Commission Number: Commission Number: Commission Expirations of County Public Name: Robin B Welch Commission Expirations of County Notary Public Isomorphies Isomorphies Isomorphies Isomorphies Isomorphies Isomorphies Isomorphies Isomorphies Is