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CT Corporation System

Requestor's Name
660 East Jefferson Street

Address
Tallahassee, FL 32310 222-1092

City State Zip Phone

CORPORATION(S) NAME

100002506701
-04/30/98-01071-006
*****35.00 *****35.00

100002506701
-04/30/98-01071-007
*****52.50 *****52.50

Amley & Amley D.D.S., P.A.

- Profit
- NonProfit
- Amendment
- Merger
- Foreign
- Dissolution/Withdrawal
- Limited Liability Company
- Limited Partnership
- Annual Report
- Other
- Reinstatement
- Name Registration
- Change of P.A.
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cc

AMENDED AND RESTATED ARTICLES OF INCORPORATION

OF

AMLEY & AMLEY, D.D.S., P.A.

The undersigned corporation, in accordance with the Florida Business Corporation Act, the Florida Professional Service Corporation Act and its Bylaws, hereby amends its Articles of Incorporation in its entirety and hereby adopts the following Amended Articles of Incorporation:

ARTICLE I
NAME

The name of this corporation is AMLEY ASSET SUBSIDIARY, INC.

ARTICLE II
DURATION

This corporation shall exist perpetually.

ARTICLE III
PURPOSES

This corporation may engage in any activity or business permitted under the laws of the United States of America and of this State.

ARTICLE IV
CAPITAL STOCK

This corporation is authorized to issue Ten Thousand (10,000) shares of One Dollar (\$1.00) par value common stock.

ARTICLE V
REGISTERED OFFICE AND REGISTERED AGENT

The name of the Registered Agent of this corporation and the street address of the Registered Office are CT Corporation System, Inc. 1200 South Pine Island Road, Plantation, Florida 33324.

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ARTICLE VI
BOARD OF DIRECTORS

This corporation shall have two (2) directors. The number of directors may be either increased or decreased from time to time as provided in the Bylaws, but shall never be less than one (1). The names and address of the directors of this corporation are Sam Westover and Paul H. Hayase, 23848 Hawthorne Boulevard, Suite 200, Torrance, CA 90505.

ARTICLE VII
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.

ARTICLE VIII
BYLAWS

The power to alter, amend, or repeal the Bylaws or adopt new Bylaws is vested in the Board of Directors, subject to repeal or change by action of the shareholders.

The Amended and Restated Articles of Amendment have been adopted by written action in lieu of a special meeting of the all of the directors and shareholders of the Corporation dated April 24, 1998, which vote was sufficient for approval. The Amended and Restated Articles of Amendment shall be effective as of May 1, 1998.

IN WITNESS WHEREOF, the undersigned has executed these Amended and Restated Articles of Incorporation this 29th day of April, 1998.

AMLEY & AMLEY, D.D.S., P.A.

(CORPORATE SEAL)

By: _____


Edward A. Amley, President

HAVING BEEN NAMED AS REGISTERED AGENT AND TO RECEIVE SERVICE OF
PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED
IN THESE PROVISIONS, I HEREBY ACCEPT THE APPOINTMENT AS
REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER
AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO
THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM
FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS
REGISTERED AGENT.

DATE: April 30, 1998

CT CORPORATION SYSTEM

BY: Connie Bryan

Connie Bryan,
Special Assistant Secretary