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JAMES A. MCGHEE **
NATALIE D. WILHELM

March 27, 1998

*BOARD CERTIFIED CIVIL TRIAL LAWYER
**ALSO ADMITTED IN ALABAMA

OVERNIGHT DELIVERY

Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

500002472015--8
-03/30/98-01046--018
*****35.00 *****35.00

Re: Articles of Amendment to Stephen C. Trackick, D.D.S., P.A.
for Conversion of Corporation to For Profit Corporation

Dear Sir or Madam:

Pursuant to Florida Statute's §62.13, §607.1006 and §607.0202, enclosed are the following documents for Amendment of the Articles of Incorporation of the above-referenced corporation:

- 1) Articles of Amendment of Stephen C. Trawick, D.D.S., P.A., together with Acceptance of Designation of Resident Agent.
- 2) Our firm's check in the amount of \$35.00 for the Amendment of Articles of Incorporation.

The enclosed Articles of Amendment are intended to convert the existing professional association to a general for profit corporation under Chapter 607. It is intended to continue the corporate existence under the new name "Stephen C. Trawick, D.D.S., Inc."

Please note that there has been a change in the resident agent for the corporation. This change is indicated in the enclosed Acceptance of Resident Agent.

Rod Mitchell gave Authorization to
delete 'initial' in art. V. 4/1
B

VS APR 2 1998

Amend & N/C

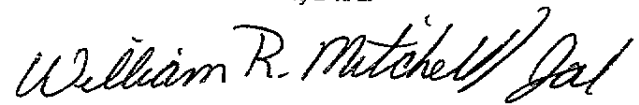
FILED
98 APR 31 PM 2:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Secretary of State
March 27, 1998
Page Two

Please advise us if you need any additional information.

Very truly yours,

MOORE, HILL, WESTMORELAND,
HOOK & BOLTON, P.A.

A handwritten signature in cursive script that reads "William R. Mitchell". The signature is written in dark ink and is positioned below the typed name.

William R. Mitchell

WRM:jal
Enclosures

ARTICLES OF AMENDMENT

STEPHEN C. TRAWICK, D.D.S., P.A.

FILED
98 MAR 31 PM 2:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Florida Statutes Section 621.13, Section 607.1006 and Section 607.0202, the Articles of Incorporation of the above named Corporation are amended in their entirety and restated for the purpose of converting the existing professional Corporation to a general for-profit Corporation authorized under Chapter 607, while maintaining and continuing the existence of the above-named Corporation:

ARTICLE I - NAME

The name of the Corporation shall be changed to and the Corporation shall hereafter be known as Stephen C. Trawick, D.D.S., Inc.

ARTICLE II - PURPOSES

The general purposes for which the Corporation shall now be authorized are:

1. To transact any lawful business or businesses for which Corporations may be incorporated under the Florida General Corporation Act, including, but not limited to investments in matters unrelated to the provision of professional services by Stephen C. Trawick.

2. To do such other things that are incidental to the foregoing or necessary, implied, helpful, or desirable in order to accomplish the foregoing.

ARTICLE III - DURATION

The term of existence of the Corporation has been and continues to be perpetual.

ARTICLE IV - CAPITAL STOCK

The number of shares of capital stock that the Corporation is authorized to issue has been and continues to be ten thousand (10,000) shares, all of which shall be voting common shares.

ARTICLE V - REGISTERED OFFICE AND AGENT

The address of the ~~initial~~[✓] registered office of the Corporation in this State is 220 W. Garden Street, Suntrust Tower, 9th Floor, Pensacola, Florida 32501. The ~~initial~~[✓] registered agent at said registered office is William R. Mitchell.

ARTICLE VI - INCORPORATORS

The name and address of the incorporator was and is:

<u>NAME</u>	<u>ADDRESS</u>
Stephen C. Trawick	1100 Airport Boulevard Building A Pensacola, FL 32504

ARTICLE VII - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by Florida law.

ARTICLE VIII - ADDRESS

The street and mailing address of the initial principal office is 1100 Airport Boulevard, Building A, Pensacola, Florida 32504.

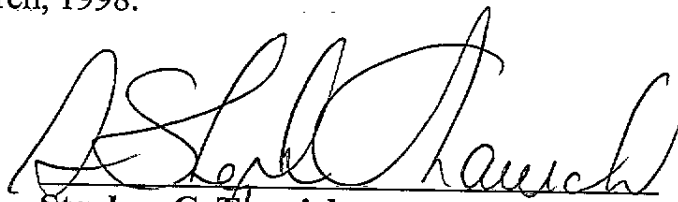
ARTICLE IX - EFFECTIVE DATE

The effective date of these Articles of Amendment to the Articles of Incorporation of Stephen C. Trawick, D.D.S., P.A., shall be January 1, 1998. In the alternative, if the effective date specified should be deemed not effective, then the effective date of these Articles of Amendment shall be March 31, 1998.

The foregoing Articles of Amendment were adopted on the date of execution of this document as hereinafter set forth.

The foregoing Articles of Amendment were adopted by the board of directors and by unanimous consent of the shareholders of the corporation. Further, shareholder approval was not required under Section 607.1002 of the Florida Statutes.

In witness whereof, the undersigned has executed these Articles of Amendment this 24 day of March, 1998.

A handwritten signature in black ink, appearing to read "Stephen C. Trawick", is written over a horizontal line.

Stephen C. Trawick
Director, Officer, Shareholder,
Stephen C. Trawick, D.D.S., P.A.

STATE OF FLORIDA

COUNTY OF ESCAMBLA

The foregoing instrument was acknowledged before me this 24 day
of March, 1998, by Stephen C. Trawick, who is personally known to
me or who produced Florida D.L. T620-783-43-187 as identification and who
did not take an oath.

Robyn N. Blackmon

NOTARY PUBLIC

My Commission Expires:



ROBYN N. BLACKMON
COMMISSION # CC 677811
EXPIRES SEP 7, 2001
BONDED THRU
ATLANTIC BONDING CO., INC.

ACCEPTANCE OF DESIGNATION OF RESIDENT AGENT

I, the undersigned, being the person named as the Registered Agent of Stephen C. Trawick, D.D.S., Inc., a Florida corporation, hereby certify that I am familiar with the obligations provided for in Florida Statutes § 607.0505, and hereby accept the appointment of Registered Agent and hereby accept said obligations.

Dated this 26th day of March, 1998.

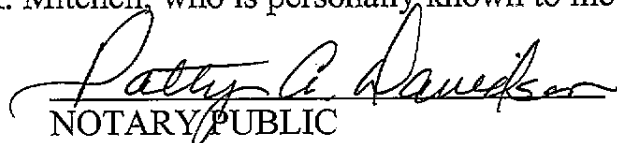


William R. Mitchell

STATE OF FLORIDA

COUNTY OF ESCAMBIA

The foregoing instrument was acknowledged before me this 26th day of March, 1998, by William R. Mitchell, who is personally known to me and who did take an oath.



NOTARY PUBLIC

My Commission Expires:



Patty A. Davidson
MY COMMISSION # CC684335 EXPIRES
January 27, 2002
BONDED THRU TROY FAIN INSURANCE, INC.