

# F05000002447

(Requestor's Name)

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(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

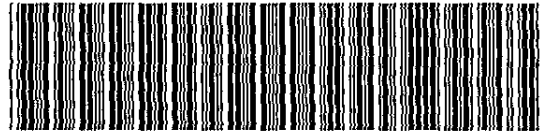
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**TRANSMITTAL LETTER**

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** Group Dental Service of Maryland, Inc.  
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida," "Certificate of Existence," and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Will Freshwater  
(Name of Person)

Group Dental Service of Maryland, Inc.  
(Firm/Company)

111 Rockville Pike Suite 950  
(Address)

Rockville, MD 20850  
(City/State and Zip code)

For further information concerning this matter, please call:

Will Freshwater at ( 240 ) 283-3536  
(Name of Person) (Area Code & Daytime Telephone Number)

**STREET ADDRESS:**  
Registration Section  
Division of Corporations  
409 E. Gaines St.  
Tallahassee, FL 32399

**MAILING ADDRESS:**  
Registration Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- \$70.00 Filing Fee
- \$78.75 Filing Fee & Certificate of Status
- \$78.75 Filing Fee & Certified Copy
- \$87.50 Filing Fee, Certificate of Status & Certified Copy

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**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. Group Dental Service of Maryland, Inc.  
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Maryland 3. 52-2056201  
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. August 27, 1997 5. Perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. N/A  
(Date first transacted business in Florida, if prior to registration)  
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 111 Rockville Pike Suite 950 Rockville, MD 20850  
(Principal office address)

Same as above  
(Current mailing address)

8. Discount Medical Plan Organization  
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: Agents and Corporations, Inc.

Office Address: Suite E. 773 4th Avenue North


Naples, Florida 34102  
(City) (Zip code)

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10. Registered agent's acceptance:

*Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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.*

  
(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and business addresses of officers and/or directors:

**A. DIRECTORS**

Chairman: Ralph Foxman (Chairman and CEO)

Address: 111 Rockville Pike Suite 950 Rockville, MD 20850

Vice Chairman: Ethan Foxman (Vice Chairman and President)

Address: 111 Rockville Pike Suite 950 Rockville, MD 20850

Director: Steve Suissa (Vice President)

Address: 111 Rockville Pike Suite 950 Rockville, MD 20850

Director: Will Freshwater (Secretary)

Address: 111 Rockville Pike Suite 950 Rockville, MD 20850

(See Addendum)

**B. OFFICERS**

President: Ethan Foxman

Address: 111 Rockville Pike Suite 950 Rockville, MD 20850

Vice President: Steve Suissa

Address: 111 Rockville Pike Suite 950 Rockville, MD 20850

Secretary: Will Freshwater

Address: 111 Rockville Pike Suite 950 Rockville, MD 20850

Treasurer: Jeff Lehrfeld

Address: 111 Rockville Pike Suite 950 Rockville, MD 20850

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**NOTE:** If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. William A. Freshwater  
(Signature of Director or Officer listed in number 12 of the application)

14. William A. Freshwater, Corporate Secretary  
(Typed or printed name and capacity of person signing application)

Addendum to Application for Incorporation in the State of Florida

**Directors**

**Director** - Jeff Lehrfeld (Director and Treasurer)

**Address** - 111 Rockville Pike Suite 950 Rockville, MD 20850

**Director** - Olga Ratkowski (Director)

**Address** - 111 Rockville Pike Suite 950 Rockville, MD 20850

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**STATE OF MARYLAND**  
*Department of Assessments and Taxation*

I, PAUL B. ANDERSON OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF THE STATE OF MARYLAND, DO HEREBY CERTIFY THAT THE DEPARTMENT, BY LAWS OF THE STATE, IS THE CUSTODIAN OF THE RECORDS OF THIS STATE RELATING TO THE FORFEITURE OR SUSPENSION OF CORPORATIONS, OR OF CORPORATIONS TO TRANSACT BUSINESS IN THIS STATE, AND THAT I AM THE PROPER OFFICER TO EXECUTE THIS CERTIFICATE.

I FURTHER CERTIFY THAT GROUP DENTAL SERVICE OF MARYLAND, INC. IS A CORPORATION DULY INCORPORATED AND EXISTING UNDER AND BY VIRTUE OF THE LAWS OF MARYLAND AND THE CORPORATION HAS FILED ALL ANNUAL REPORTS REQUIRED, HAS NO OUTSTANDING LATE FILING PENALTIES ON THOSE REPORTS, AND HAS A RESIDENT AGENT. THEREFORE, THE CORPORATION IS AT THE TIME OF THIS CERTIFICATE IN GOOD STANDING WITH THIS DEPARTMENT AND DULY AUTHORIZED TO EXERCISE ALL THE POWERS RECITED IN ITS CHARTER OR CERTIFICATE OF INCORPORATION, AND TO TRANSACT BUSINESS IN MARYLAND.

IN WITNESS WHEREOF, I HAVE HEREUNTO SUBSCRIBED MY SIGNATURE AND AFFIXED THE SEAL OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND AT BALTIMORE ON THIS APRIL 05, 2005.

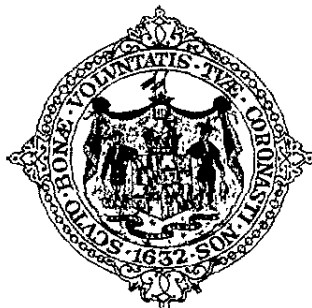


Paul B. Anderson  
Charter Division

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TALLAHASSEE, FLORIDA

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301 West Preston Street, Baltimore, Maryland 21201  
Telephone Balto. Metro (410) 767-1340 / Outside Balto. Metro (888) 246-5941  
MRS (Maryland Relay Service) (800) 735-2258 TT/Voice  
Fax (410) 333-7097