

**F96000000519**

1201 HAYS STREET  
TALLAHASSEE, FL 32301  
407-912-0311

800-342-8086

**CSC networks**  
PROFESSOR HALL  
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032  
REFERENCE : 023009 4311059  
AUTHORIZATION : *Patricia Pijet*  
COST LIMIT : \$ 122.50

ORDER DATE : January 29, 1996

ORDER TIME : 3:46 PM

ORDER NO. : 023009

CUSTOMER NO: 4311059

800001702428

CUSTOMER: Katie Horn, Legal Assistant  
Haythe & Curley  
237 Park Ave.  
20th Floor  
New York, NY 10017

FOREIGN FILINGS

NAME: VFD OF PENNSYLVANIA, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Karen B. Rozar

*sf*  
RECEIVED  
96 JAN 31 AM 9:27  
DIVISION OF CORPORATION

FILED  
96 JAN 31 AM 10:28  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

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

1. VFD of Pennsylvania, Inc.  
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. Delaware 3. 23-2818443  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. August 29, 1995 5. perpetual  
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. January 31, 1996  
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.))
7. 1018 West Ninth Avenue  
King of Prussia, PA 19406  
(Current mailing address)
8. To manage dental practices and engage in any other lawful activity.  
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

**9. Name and street address of Florida registered agent:**

Name: Prentice-Hall Corporation System, Inc.

Office Address: 1201 Hays Street

Tallahassee

, Florida, 32301

(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.*

By: Vicki Schreiber, Asst. V.P.  
(Registered agent's signature)  
Vicki Schreiber, Asst. V.P.

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 addresses of officers and/or directors:

A. DIRECTORS

Chairman: Douglas P. Gill

Address: 1018 West Ninth Avenue

King of Prussia, PA 19406

Vice Chairman: W. Gary Liddick

Address: 1018 West Ninth Avenue

King of Prussia, PA 19406

Director: Caroline H. Fleming

Address: 1018 West Ninth Avenue

King of Prussia, PA 19406

Director: \_\_\_\_\_

Address: \_\_\_\_\_

B. OFFICERS

President: Douglas P. Gill

Address: 1018 West Ninth Avenue

King of Prussia, PA 19406

Vice President: W. Gary Liddick

of Finance

Address: 1018 West Ninth Avenue

King of Prussia, PA 19406

Secretary: W. Gary Liddick

Address: 1018 West Ninth Avenue

King of Prussia, PA 19406

Treasurer: W. Gary Liddick


Address: 1018 West Ninth Avenue

King of Prussia, PA 19406

**See attached Addendum**

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

13.

  
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application.)

14.

Robert A. Ouimette

(Typed or printed name and capacity of person signing application)

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Addendum

Assistant Secretary:  
Address:

Robert A. Ouimette  
237 Park Avenue  
New York, NY 10017

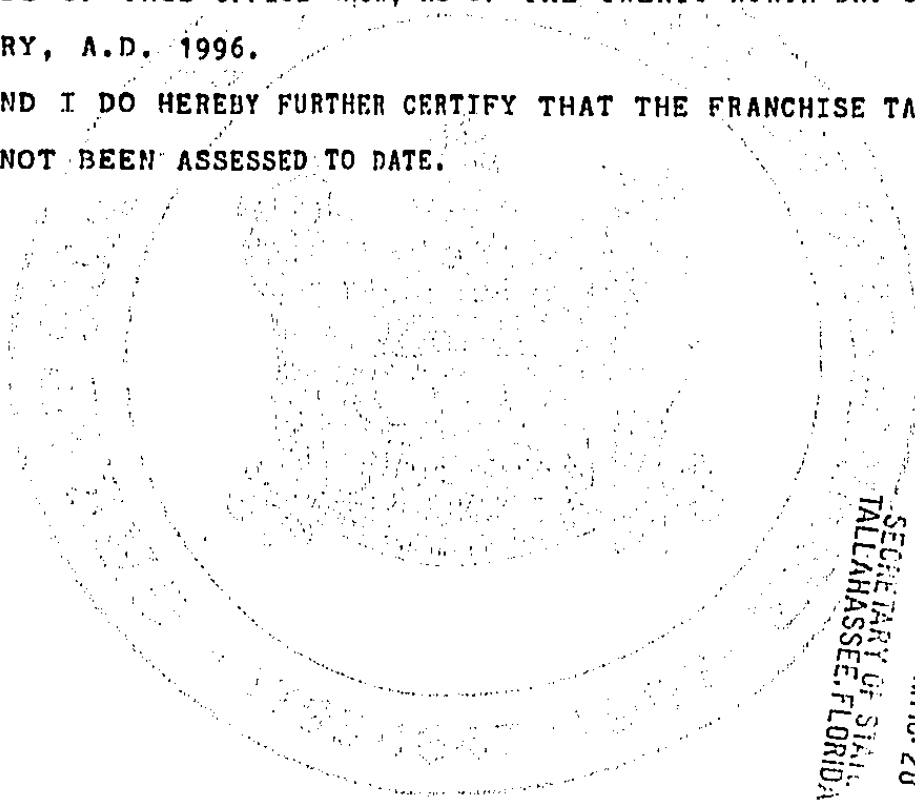
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State of Delaware  
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "VFD OF PENNSYLVANIA, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-NINTH DAY OF JANUARY, A.D. 1996.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.



FILED  
96 JAN 31 AM 10:28  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



*Edward J. Freel*

Edward J. Freel, Secretary of State

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AUTHENTICATION: 7808078  
DATE: 01-29-96