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Requestor's Name
660 East Jefferson Street
Address
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City State Zip Phone

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CORPORATION(S) NAME

Thompson Dental Company

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6/5/96

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION
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. Thompson Dental Company

(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. South Carolina

(State or country under the law of which it is incorporated)

3. 57-0261190

(FEI number, if applicable)

4. February 26, 1920

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. March 1, 1984

(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.156, F.S.))

7. P.O. Box 3486, Cayce, South Carolina 29171

(Current mailing address)

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8. See attached purpose clause

(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: Ed Smith

Office Address: 8535 Baymeadows Road, Suite 62

Jacksonville, Florida, 32256

(Zip Code)

10. Registered agent 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 obligation of my position as registered agent.

Ed Smith

(Registered agent's signature) (Officer)

Ed Smith Br. Mgr.

(Type Name and Title of Officer)

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: See attached list of directors

Address: _____

Vice Chairman: See attached list of directors

Address: _____

Director: See attached list of directors

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: See attached list of officers

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

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Treasurer: _____

Address: _____

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

13.

Perrin T. DesPortes

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

14. Perrin T. DesPortes, President

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

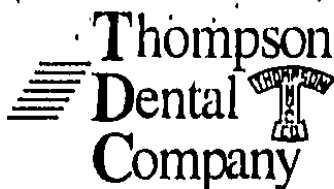
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Appendix to Florida
Application by Fgn. Corp. for Authorization to Transact Business in Florida

**Purpose Clause of
Thompson Dental Company**

To operate a dental supply business and to do all acts and things in connection therewith or related thereto or in furtherance thereof, and to engage in any other lawful business whatsoever.

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1106 Knox Abbott Dr.
(29033)
P.O. Box 3488
Cayce, SC 29171
(803) 790-3065

**Thompson Dental Company
Directors and their business addresses**

F. A. DesPortes, Chmn of Board
2422 Devine St.
Columbia, SC 29205

Perrin T. DesPortes, Director
1106 Knox Abbott Dr.
Cayce, SC 29033

Elisa D. Wheeler, Director
35 Mizzen Circle
Hampton, VA 23664

Randel J. Eckard, Director
2720 Discovery Dr.
Raleigh, NC 27604

Timothy E. Cunningham, Secretary of Board and Director
103 Sanborn St.
Florence, SC 29503

**Thompson Dental Company
Corporate Officers and their business addresses**

Perrin T. DesPortes President
1106 Knox Abbott Dr.
Cayce, SC 29033

Randel J. Eckard Vice President
2720 Discovery Drive
Raleigh, NC 27604

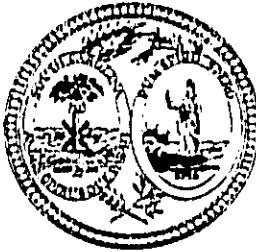
John A. Bernardin Vice President
2422 Devine St.
Columbia, SC 29205

Timothy E. Cunningham Secretary
103 Sanborn St.
Florence, SC 29503

Joyce P. Wannamaker Treasurer
1106 Knox Abbott Dr.
Cayce, SC 29033

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The State of South Carolina



Office of Secretary of State Jim Miles

Certificate of Existence

I, Jim Miles, Secretary of State of South Carolina Hereby certify that:

THOMPSON DENTAL COMPANY,

a corporation duly organized under the laws of the State of South Carolina on **February 26th, 1920**, and having a perpetual duration unless otherwise indicated below, has as of the date hereof filed all reports due this office, paid all fees, taxes and penalties owed to the Secretary of State, that the Secretary of State has not mailed notice to the Corporation that it is subject to being dissolved by administrative action pursuant to Section 33-14-210 of the South Carolina Code, and that the corporation has not filed articles of dissolution as of the date hereof.

Given under my Hand and the Great Seal of
the State at Columbia this 6th day of
May, 1996.

A handwritten signature in cursive script that reads "Jim Miles".

Jim Miles, Secretary of State

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Note: This certificate does not contain any representation concerning fees or taxes owed by the Corporation to the South Carolina Tax Commission or whether the Corporation has filed the annual report with the Tax Commission. If it is important to know whether the Corporation has paid all taxes due to the State of South Carolina, and has filed the annual reports, a certificate of compliance must be obtained from the Tax Commission.