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MERGER OR SHARE EXCHANGE

Westshore OMS Specialists, P.L.

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EXAMINER

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When Filed Return To: JACLE HARY US STATE
William R. O'Neill, Esq.
Roctzel & Andress, LPA
850 Park Shore Drive, Third Floor

Naples, FL 34103 Fax: 239-261-3659

ARTICLES OF MERGER

OF

JOHN A. CONTINO, D.M.D., F.A., a Florida professional service corporation P98000017975

AND

ERIC H. REED, M.D., D.D.S., P.A., A Florida professional service corporation P020000 18485

WITH AND INTO

WEST SHORE OMS SPECIALISTS, P.L. a Florida professional service limited liability company

L02000006738

This merger is parament to: the Florida Business Corporation Act, F.S. §§607.0101 et geq. (the "BCA"), and in particular Section 607.1108 thereof; the Florida Limited Liability Company Act, F.S. §§ 608.40 et geq., (the "LLCA"), and in particular Section 608.43 thereof; and the Florida Professional Service Corporation and Limited Liability Company Act, F.S. §§ 621.01 et seq. (the "PSCLA"). FOHN A. CONTINO, D.M.D., P.A., a Florida professional service corporation, ERIC H. REED, M.D., D.D.S., P.A., a Florida professional service corporation (the "Merging Corporations") and WEST SHORE OMS SPECIALISTS, P.L., a Florida professional service limited liability company (the "Surviving Entity") do hereby submit the following Articles of Merger.

- 1. The merger is permitted by the laws of the State of Florida, under which each entity is incorporated or organized as the case may be.
- 2. The Plan of Merger setting forth the terms and conditions of the merger is attached hereto as Exhibit "A."
- The Plan of Merger was approved by each cutity that is a party to the merger in accordance with the applicable provisions of the BCA, the LLCA and the PSCLA.
- 4. The Plan of Merger was approved by the sole Director and Shareholder of each of the Merging Corporations by Consents dated February 9, 2011 (with respect to JOHN A. CONTINO, D.M.D., P.A.), and February 9, 2011 (with respect to ERIC H. REED, M.D., D.D.S., P.A.), and by the Managers and Members of the Surviving Entity by Consent dated February 9, 2011.
- 5. The name of each corporation that is a party to the merger is: (i) JOHN A. CONTINO, D.M.D., P.A., a Florida professional service corporation; (ii) ERIC H. REED, M.D., D.D.S., P.A., a Florida professional service corporation; and (iii) WEST SHORE OMS SPECIALISTS, P.L., a Florida professional service limited liability company.

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- 6. The name of the Surviving Entity into which the Merging Corporations are to be energed to WEST SHORE OMS SPECIALISTS, P.L., a Plovida professional services limited liability company.
 - The name and address of the statutory agent of the Surviving Corporation is John A. Contino, 1459 Ridge Street, Suite 1, Naples, Florids 34103.
 - The street address of the Surviving Butity's place of business is 1459 Ridge Street, Suite
 Naples, Florida 34103.
 - The Shereholders and Directors of the Menging Corporations and the Members and Managers of the Surviving Entity unanimously approved the merger.
 - 10. The offestive date of the merger shall be the detempon which these Articles of Merger are filed with the Florida Department of State.

IN WITNESS WHEREOF, each of the undersigned has duly executed these Articles of Marger this 9th day of February, 2011.

JOHN A. CONTINO, D.M.D., P.A. a Florida professional service corporation

John/M Contino, its President

ERIC H. REED, M.D., D.D.S., P.A.

A Florida professional previoe corporation

By: He Reed in Prendent

WEST SHORE ONS SPECIALISTS, P.L.,

Dr. _______

John A Contino, its Manager

Fric Rend, its Manager

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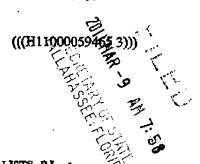


EXHIBIT "A"

Plan of Merger

- 1. The name of the surviving corporation is WEST SHORE OMS SPECIALISTS, P.L., a Florida professional service limited liability company (the "Surviving Entity"). The name of the merging corporations are IOHN A. CONTINO, D.M.D., P.A., a Florida professional service corporation, and ERIC H. REED, M.D., D.D.S., P.A., a Florida professional service corporation (the "Merging Corporations").
 - 2. The terms and conditions of the proposed merger are as follows:

The Surviving Entity shall succeed to and become the owner of all of the property and assets of any nature of the Merging Corporations and succeed to all of the Merging Corporations' rights, privileges, powers and tranchises, pubic and private, and shall assume and be liable for all of the debts, liabilities, restrictions, disabilities and duties of the Merging Corporations, all to the fullest extent provided by the Florida Business Corporation Act, the Florida Liability Company Act, and the Florida Professional Service Corporation and Limited Liability Company Act.

3. The manner and basis of converting the shares of the Merging Corporations into securities of the Surviving Corporation, each or other property is as follows:

Upon the effective date of the merger, the chares of each of the Merging Corporations' common stock, issued and outstanding immediately prior to such effective date, shall, by virtue of the merger, be cancelled and shall thereafter carry with them no rights sod privileges. The shareholders of the Merged Corporations shall be Members of the Surviving Entity, with the rights and privileges described in the Articles of Organization and Operating Agreement of the Surviving Entity, each holding the same interests formerly held by each of the Merging Corporations.

- 4. The Managers of the Surviving Entity shall continue to be John A. Contino, 1459 Ridge Street, Suite 1, Naples, Florida 34103 and Eric Reed, 1459 Ridge Street, Suite 1, Naples, Florida 34103.
- 5. The effective date of the Merger shall be the date upon which the Article of Merger are filled with the Florida Department of State.

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ACCEPTANCE OF REGISTERED AGENT

I hereby accept the appointment as registered agent and agree to not in this capacity. I finther agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with end accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.

John A. Contino

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