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ACCOUNT NO. : 072100000032

REFERENCE: 372924 11102A

AUTHORIZATION:

COST LIMIT : \$ PREPAID

ORDER DATE: December 23, 2003

ORDER TIME : 12:01 PM

ORDER NO. : 372924-005

CUSTOMER NO: 11102A

CUSTOMER: Mr. Ivan M. Lefkowitz

Lefkowitz, Bloom & Shaw, P.a.

430 North Mills Avenue

Orlando, FL 32803

DOMESTIC FILING

NAME:

LIMITED TO ENDODONTICS,

L.L.C.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

_ CERTIFIED COPY PLAIN STAMPED COPY _ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Darlene Ward - EXT. 1135

EXAMINER'S INITIALS:

ARTICLES OF ORGANIZATION

OF

LIMITED TO ENDODONTICS, L.L.C.



The undersigned subscriber to these Articles of Organization, a natural person competent to contract and a Doctor of Medical Dentistry duly licensed to render services as such under the laws of the State of Florida, hereby forms a professional limited liability company for profit under the Professional Service Company and Limited Liability Company Act and other laws of the State of Florida.

ARTICLE I - NAME OF COMPANY

The name of this company shall be LIMITED TO ENDODONTICS, L.L.C.

ARTICLE II - GENERAL NATURE OF BUSINESS

The general nature of the business to be transacted by this company shall be:

- A. To engage in every phase and aspect of the business of rendering the same professional services to the public that a Doctor of Medical Dentistry duly licensed under the laws of the State of Florida is authorized to render, but such professional services shall be rendered only through officers, employees and agents of this company who are duly licensed under the laws of the State of Florida to practice Dentistry therein.
- B. To invest the funds of this company in real estate, mortgages, stocks, bonds or any other type of investments, and to own real and personal property necessary for the rendering of such professional services.
- C. To do anything necessary and proper for the accomplishment or furtherance of any of the purposes or objects of this company enumerated in these Articles of Organization, or any amendment thereof, necessary or incidental to the protection and benefit of this company; and in general, either alone or in

association with other companies, firms or individuals, to carry on any lawful pursuit necessary or incidental to the accomplishment or furtherance of such purposes or objects of this company.

D. It is intended that this company may conduct and transact any business lawfully authorized and not prohibited by Chapter 621, Florida Statutes, as the same may be from time to time amended.

ARTICLE IV - EFFECTIVE DATE

This company shall have an effective date commencing on the date of filing of these Articles.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered agent of this - company shall be:

430 North Mills Avenue Orlando, Florida 32803

The name of the initial registered agent of this company at that address shall be:

Ivan M. Lefkowitz

ARTICLE VI - ADDRESS OF COMPANY

The company's principal office and mailing address shall be:

225 South Westmonte Drive, Suite 2070 Altamonte Springs, Florida 32714

ARTICLE VII - MANAGEMENT

The company is to be managed by one manager or more managers, and is therefore a manager-managed company.

ARTICLE VIII - INITIAL MANAGER

The name and address of the initial managers of the company until successors are elected or appointed and have qualified are:

Name	Address Office
JOSE F. COSTAS D.M.D., M.S.	225 S. Westmonte Drive Manager Suite 2070 Altamonte Springs, FL 32714
MICHAEL VARLEY, D.M.D.	225 S. Westmonte Drive Manager Suite 2070 Altamonte Springs, FL 32714

ARTICLE IX - SUBSCRIBER TO ARTICLES

The following are the name and address of the subscriber to these Articles of Organization, who is a Doctor of Medical Dentistry duly licensed to render services as such under the laws of the State of Florida:

	Name				Address	-		
JOSE	F.	COSTAS	D.M.D.,		225 South Suite 2070 Altamonte S			14

ARTICLE X - MEMBERS

Membership interests in the company shall be issued only to individuals who are duly licensed to render services as a Doctor of Medical Dentistry or Doctors of Dental Sciences under the laws of the State of Florida. No member of the company may sell or transfer such member's interest therein except to another individual who is eligible to be a member of this company. No member of this company shall enter into a voting trust agreement or any other type of agreement vesting in another person the authority to exercise the voting power of any or all of such member's interest.

ARTICLE XI - OPERATING AGREEMENT

The members of this company shall have the sole power to establish, enact, alter or repeal the Operating Agreement of this company, and the duties of the manager of this company shall be prescribed by such Operating Agreement. In addition, such Operating Agreement may include, by unanimous decision of all the members, any regulatory or restrictive provisions regarding the sale, transfer, or other disposition of any membership interest of this company by any of its members, or in the event of the death of any of its members.

ARTICLE XII - ADDITIONAL COMPANY POWERS

In furtherance, and not in limitation of the general powers conferred by the laws of the State of Florida and of the purposes and objects hereinabove stated, this company shall have all and singular the following powers:

- A. To enter into, or become a partner in, any arrangement for sharing profits, union of interest, or cooperation, joint venture or otherwise, with any person, firm, company or corporation to carry on any business which this company has the direct or incidental authority to pursue.
- B. At its option, to purchase and acquire any or all of the membership interest owned and held by any such member as should desire to sell, transfer or otherwise dispose of membership interest, or any or all membership interest owned and held by a member who dies, all in accordance with the Operating Agreement adopted by the members of this company setting forth the terms and conditions of such purchase; provided however, the capital of this company cannot be impaired thereby.
- C. To enter into, for the benefit of its employees, one or more of the following: (1) a pension plan, (2) a profit sharing plan, (3) a stock bonus plan, (4) a thrift savings plan, (5) a restricted stock option plan, or (6) other retirement or incentive compensation plan.

ARTICLE XIII - AMENDMENT

The Articles of Organization may be amended in the manner provided by law.

19th day of December, 2003.

JOSE F. COSTAS, D.M.D., M.S

CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 608.415, Florida Statutes, the undersigned company, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the company is:

LIMITED TO ENDODONTICS, L.L.C.

2. The name and address of the registered agent and office is:

Ivan M. Lefkowitz 430 North Mills Avenue Orlando, Florida 32803

Date: Dec. 19, 2003

JOSE F. COSTAS, D.M.D.

ACCEPTANCE

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.

Date: 12/19, 2003

IVAN M. LEFKOWIT

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