

Jan. 8. 2008 3:03 PM

Robert W. Hendrickson, III, P.A.

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FLORIDA/FOREIGN LIMITED LIABILITY CO.

BLAKE DENTAL ARTS, LLC

G. MCLEOD

JAN 09 2008

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ARTICLES OF ORGANIZATION
FOR
BLAKE DENTAL ARTS, LLC

The undersigned, as the organizing Members of a Limited Liability Company to be formed under the Florida Limited Liability Company Act, as Amended (the "Act"), hereby form a Florida Limited Liability Company (the "Company") pursuant to the Act, and hereby set forth the following Articles of Organization (the "Articles"):

ARTICLE I

Name

The Name of the Company is Blake Dental Arts, LLC, a Florida limited liability company.

ARTICLE II

Commencement Date and Duration

The Company's existence shall commence on January 7, 2008, and shall continue perpetually unless dissolved in accordance with Section 608.441 of the Act.

ARTICLE III

Purpose

The Company is created to engage in any lawful activity.

ARTICLE IV

Principal Office

The mailing address and the street address of the principal office of the Company is 1906H 59th Street W, Bradenton, FL 34209.

ARTICLE V

Registered Agent and Office

The initial registered agent for the Company for service of process shall be Robert W. Hendrickson, III, Esq., and the address of the registered agent shall be 7051 Manatee Avenue West, Bradenton, FL 34209-2256.

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ARTICLE VI

Management of Business

The Company shall be managed by its Members. All contracts, agreements, covenants, undertakings, and other documents must be executed by all Members.

ARTICLE VII

Organizing Members and Admission of Additional Members

The organizing Members of the Company are George H. Burgess and H. John Richmond. Additional Members may be admitted only by the unanimous vote or consent of the organizing Members, upon terms and conditions established by the organizing Members from time to time in their sole discretion.

ARTICLE VIII

Powers

The Company shall have all of the powers and authority set forth in Section 608.404 of the Act unless limited by these Articles of Organization or the Operating Agreement.

ARTICLE IX

Property

(a) Ownership. All property originally paid or transferred to the Company as contributions to capital by the Members, or subsequently acquired by purchase or otherwise on account of the Company, shall be the property of the Company.

(b) Title. The title to all property of the Company shall be held in the name of the Company.

ARTICLE X

Amendments

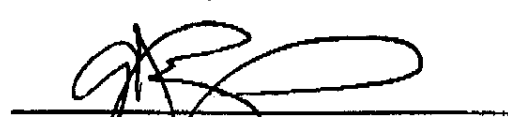
These Articles may be amended or restated at any time by the unanimous vote or consent of the Members, and such amendment or restatement shall be filed with the Florida Department of State in accordance with the provisions of Section 608.411 of the Act.

ARTICLE XI
Operating Agreement

An Operating Agreement shall be prepared and adopted to govern the internal affairs of the Company containing such provisions as may be necessary, reasonable, or desirable, except that no provision of such Operating Agreement may conflict with the provisions of these Articles. The power to adopt, alter, amend, or repeal the Operating Agreement shall be set forth therein.


WHEREFORE, the undersigned organizing Members of the Company have executed these Articles of Organization this 7th day of January, 2008.


H. John Richmond


George H. Burgess

STATE OF FLORIDA
COUNTY OF MANATEE

The foregoing instrument was acknowledged before me this 7th day of January, 2008 by George H. Burgess and H. John Richmond. They are personally known to me, and did not take an oath.


Notary Seal:

**CERTIFICATE OF DESIGNATION
AND ACCEPTANCE OF REGISTERED AGENT
FOR BLAKE DENTAL ARTS, LLC**

The undersigned, having been named Registered Agent and designated to accept service of process for the above-stated Limited Liability Company pursuant to the provisions of Section 608.415, Florida Statutes, at the place designated herein, hereby accepts the appointment as registered agent and agrees to act in such capacity. The undersigned further agrees to comply with the provisions of all statutes relative to the proper and complete performance of the duties of registered agent, and acknowledges familiarity with, and accepts, the obligations of that position.


Robert W. Hendrickson, III