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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PLAN OF MERGER

for the merger of

COASTAL JAW SURGERY OF PALM HARBOR, P.A.,
a Florida for profit corporation

AND

COASTAL JAW SURGERY OF TRINITY, LLC,
a Florida limited liability company

WITH AND INTO

COASTAL JAW SURGERY, LLC,
a Florida limited liability company

This is a Plan of Merger (the "Plan") between **COASTAL JAW SURGERY OF PALM HARBOR, P.A.**, a Florida for profit corporation, **COASTAL JAW SURGERY OF TRINITY, LLC**, a Florida limited liability company, and **COASTAL JAW SURGERY, LLC**, a Florida limited liability company.

ARTICLE I
PLAN OF MERGER

1.1 **Merging Companies.** The name, address and jurisdiction of organization and governing law of the Merging Company are:

NAME AND ADDRESS

JURISDICTION AND GOVERNING LAW

Coastal Jaw Surgery
of Palm Harbor, P.A.
2711 Tampa Road, Palm Harbor, Florida 34684

Florida

Coastal Jaw Surgery
of Trinity, LLC
2711 Tampa Road, Palm Harbor, Florida 34684

Florida

1.2 **Surviving Company.** The name, address and jurisdiction of organization and governing law of the Surviving Company are:

NAME AND ADDRESS

JURISDICTION AND GOVERNING LAW

Coastal Jaw Surgery, LLC
2711 Tampa Road, Palm Harbor, Florida 34684

Florida

1.3 **Plan Adopted.** The plan of merger, which was approved by the Board of Directors and shareholders of Coastal Jaw Surgery of Palm Harbor, P.A. and by the Managers and members of Coastal Jaw Surgery of Trinity, LLC, the Merging Companies, and the Managers and members of Coastal Jaw Surgery, LLC, the Surviving Company, is adopted as follows:

(27521642;1)

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Please file.

Greg M. March
Paralegal
Akerman LLP | 401 E. Jackson Street | Suite 1700 | Tampa, FL 33602-5250
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ARTICLES OF MERGER

OF

COASTAL JAW SURGERY OF PALM HARBOR, P.A.,
a Florida for profit corporation (Document No. P97000019231)

AND

COASTAL JAW SURGERY OF TRINITY, LLC,
a Florida limited liability company (Document No. L07000124723)

WITH AND INTO

COASTAL JAW SURGERY, LLC,
a Florida limited liability company (Document No. L13000137222)

Pursuant to the provisions of Florida Statutes Sections 607.1108 and 608.438, **COASTAL JAW SURGERY OF PALM HARBOR, P.A.**, a Florida for profit corporation, **COASTAL JAW SURGERY OF TRINITY, LLC**, a Florida limited liability company, and **COASTAL JAW SURGERY, LLC**, a Florida limited liability company, do hereby adopt the following Articles of Merger (the "Articles of Merger"):

First: The name and jurisdiction of the merging companies ("Merging Companies") are:

<u>Name</u>	<u>Jurisdiction</u>
COASTAL JAW SURGERY OF PALM HARBOR, P.A.	Florida
COASTAL JAW SURGERY OF TRINITY, LLC	Florida

Second: The name and jurisdiction of the surviving company ("Surviving Company") is:

<u>Name</u>	<u>Jurisdiction</u>
COASTAL JAW SURGERY, LLC	Florida

Third: The Boards of Directors and Managers, and the shareholders and members, as applicable, of each of the Merging Companies and the Surviving Company, have resolved by unanimous written consent on November 25, 2013, that the Merging Companies be merged, pursuant to the Florida Business Corporation Act and the Florida Limited Liability Company Act into the Surviving Company, a Florida limited liability company.

Fourth: The Merging Companies are hereby merged with and into the Surviving Company, and the separate existence of each of the Merging Companies shall cease as of the Effective Date (as defined below). A copy of the Plan of Merger is attached hereto as Exhibit "A" and made a part hereof by reference as if fully set forth herein.

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Fifth: The Articles of Merger and Plan of Merger (a) were approved by the Board of Directors and shareholders of the corporate entities included in the Merging Companies in accordance with the requirements of the Florida Business Corporation Act on November 25, 2013 by unanimous written consent, and (b) were approved by the Managers and members of the limited liability company included in the Merging Companies in accordance with the requirements of the Florida Limited Liability Company Act on November 25, 2013 by unanimous written consent.


Sixth: The Articles of Merger and Plan of Merger were approved by the Managers and members of the Surviving Company in accordance with the requirements of the Florida Limited Liability Company Act on November 25, 2013 by unanimous written consent.

Seventh: The Effective Date of the merger shall be January 1, 2014.

IN WITNESS WHEREOF, the parties have executed and delivered these Articles of Merger November 25, 2013, to be effective for all purposes as of January 1, 2014.

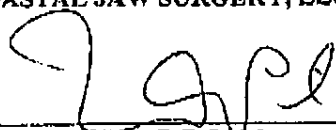
MERGING COMPANIES:

**COASTAL JAW SURGERY
OF PALM HARBOR, P.A.**

By: 
Michael A. Pikos, D.D.S., President

SURVIVING COMPANY:

COASTAL JAW SURGERY, LLC

By: 
Michael A. Pikos, D.D.S., Manager

**COASTAL JAW SURGERY
OF TRINITY, LLC**

By: 
Michael A. Pikos, D.D.S., Manager

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EXHIBIT "A"

(Plan of Merger)

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(a) The Merging Companies shall be merged with and into the Surviving Company to be governed under the Florida Limited Liability Act.

(b) The name of the Surviving Company shall be Coastal Jaw Surgery, LLC, a Florida limited liability company.

(c) Michael A. Pikos, D.D.S. is the sole shareholder of Coastal Jaw Surgery of Palm Harbor, P.A. and the sole member of Coastal Jaw Surgery of Trinity, LLC. Following the merger, Michael A. Pikos, D.D.S. shall be the sole member and owner of Coastal Jaw Surgery, LLC, the Surviving Corporation.

(d) When this plan shall become effective, the separate existence of each of the Merging Companies shall cease, and the Surviving Company shall succeed, without other transfer, to all the rights and properties of the Merging Companies and shall be subject to all the debts and liabilities of the Merging Companies in the same manner as if the Surviving Company had itself incurred them. All rights of creditors and all liens on the property of each constituent entity shall be preserved unimpaired, limited in lien to the property affected by the liens immediately prior to the merger.

(e) The Surviving Company will carry on business with the assets of the Merging Companies.

1.4 Effective Date. The effective date of the merger shall be January 1, 2014.

1.5 Purpose. The purpose of this Plan of Merger is to consolidate the business and assets of the Merging Companies in the Surviving Company, which shall continue the business operations of the Merging Companies following the merger. The merger is intended to be a tax-free "A" Reorganization, in accordance with Section 368(a)(1)(A) of the Internal Revenue Code of 1986, as amended, and the regulations promulgated thereunder.

IN WITNESS WHEREOF, the parties have executed and delivered these Articles of Merger this 25th day of November, 2013, to be effective for all purposes as of January 1, 2014.

MERGING COMPANIES: SURVIVING COMPANY:

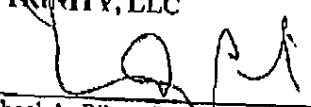
COASTAL JAW SURGERY
OF PALM HARBOR, P.A.

By: 
Michael A. Pikos, D.D.S., President

COASTAL JAW SURGERY, LLC

By: 
Michael A. Pikos, D.D.S., Manager

COASTAL JAW SURGERY
OF TRINITY, LLC

By: 
Michael A. Pikos, D.D.S., Manager