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Florida Department of State

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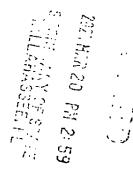
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FLORIDA LIMITED LIABILITY CO. SPA DENT, LLC

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ARTICLES OF ORGANIZATION OF SPA DENT, LLC

A Florida Limited Liability Company

ARTICLE 1 NAME

The name of this Limited Liability Company is: SPA DENT, LLC.

ARTICLE 2 PRINCIPAL OFFICE AND REGISTERED AGENT

The street address and mailing address of the principal office of the limited liability company is 149 S. Ridgewood Avenue, Suite 700, Daytona Beach, Florida 32114.

The name and address of the initial registered agent of the company is Palmetto Charter Services, Inc., 149 S. Ridgewood Avenue, Suite 700, Daytona Beach, Florida 32114.

ARTICLE 3 MANAGEMENT

The limited liability company is to be manager-managed. The name of its initial Manager is:

Marcia Hilliard 442 Chesapeake Drive Waterloo, Ontario Canada N2K4B8

The initial officers of the limited liability company are:

President Marcia Hilliard 442 Chesapeake Drive Waterloo, Ontario Canada N2K4B8

Secretary/Treasurer Scott Baird 442 Chesapeake Drive Waterloo, Ontario Canada N2K4B8

By: Marcia Hilliard

Its: Authorized Representative

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CERTIFICATE DESIGNATING REGISTERED AGENT AND STREET ADDRESS FOR SERVICE OF PROCESS

Pursuant to Chapter 605 Florida Statutes, SPA DENT, LLC, hereby designates PALMETTO CHARTER SERVICES, INC., 149 S. Ridgewood Avenue, Suite 700, Daytona Beach, Florida 32114, as its registered agent and the street address of its registered office, respectively, for service of process within the State of Florida.

By: Marcia Hilliard

Its: Authorized Representative

ACCEPTANCE OF DESIGNATION

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, the undersigned hereby accepts appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and understands the obligations of its position as provided for in Chapter 605, Florida Statutes.

PALMETTO CHARTER SERVICES INC., a Florida Corporation

John P. Ferguson

Its: Vice-President