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Law Offices
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Attorney and Counselor of Law
431 North Grandview Avenue
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Telephone 904-239-0770

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July 8, 1998

VIA U.S. EXPRESS MAIL

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, Florida 32314

Re: Precision Dental Arts, Inc.

Dear Sir or Madam:

Enclosed are several related items for filing with or action by the Secretary of State:

1. Change of Name.

a. Articles of Amendment for Precision Dental Arts, Inc., changing the name of the corporation to Vartanian Enterprises, Inc.

b. Our check for \$30.00 for filing these Articles of Amendment.

2. Consent to Use of Name.

A Consent to Use of Name, executed by the officers and shareholders of the original Precision Dental Arts, Inc. is enclosed. This consent, which was prepared by me, was given as part of the sale of the business to the new owners, Leonard & Melissa O'Brien. Mr. and Mrs. O'Brien desire to form a new corporation using the Precision Dental Arts name.

3. Precision Dental Arts, Inc. (1998).

a. Enclosed are the Articles of Incorporation for Precision Dental Arts, Inc. being forwarded for Mr. and Mrs. O'Brien with the consent of Mr. and Mrs. Vartanian, the owners of Precision Dental Arts, Inc. (1998). Please file the Articles of Incorporation and return your certificate and a certified copy of the Articles for our records.

700002584887--3
-07/10/98--01024--002
*****30.00 *****30.00

FILED
98 JUL 10 PM 12:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

700002584887--3
-07/21/98--01009--023
*****5.00 *****5.00

Name change

7-16-98

LJS

b. Our check in the amount of \$122.50 is enclosed to cover the cost of filing, providing a certified copy and filing fee for registered agent.

Naturally, should you have any questions, please give me a call.

Sincerely,

JOHN S. NORTON, JR., P.A.

A handwritten signature in cursive script, appearing to read "J. Norton", written in dark ink.

John S. Norton, Jr.

JSN/ss

Enclosures

cc: Mr. and Mrs. Leonard O'Brien
Mr. and Mrs. Vigen Vartanian

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July 17, 1998

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, Florida 32314

ATT: Louise Jackson

Re: Precision Dental Arts, Inc.

Dear Ms. Jackson:

Pursuant to our conversation of yesterday, enclosed is a check for \$5.00 for the additional filing fee on the above corporation.

If you should have any questions, please give me a call.

Sincerely,



Sharon Smith, Legal Assistant to
John S. Norton, Jr., Esquire

/ss

Enclosures:

FILED

98 JUL 10 PM 12:08

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT

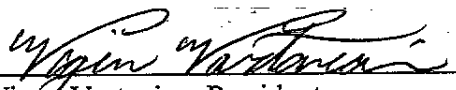
1. The following provisions of the Articles of Incorporation of Precision Dental Arts, Inc., a Florida corporation, filed in Tallahassee on July 15, 1988 be and they hereby are amended in the following particulars:

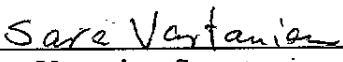
Article I, is amended to read as follows:

"The name of the corporation is: Vartanian Enterprises, Inc."

2. The foregoing amendments were adopted by the Stockholders and Directors of the corporation on the 19th day of July, 1998.

IN WITNESS WHEREOF, the undersigned President and Secretary of this corporation have executed these Articles of Amendment this 18th day of July, 1998.


Vigen Vartanian, President


Sara Vartanian, Secretary

STATE OF FLORIDA
COUNTY OF VOLUSIA

BEFORE ME, the undersigned authority, personally appeared, Vigen Vartanian and Sara Vartanian, known to me to be the persons who executed the foregoing Articles of Amendment and they acknowledged before me that they executed such instrument for the purposes therein stated. They were personally known to me and did not take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 19th day of June, 1998.


NOTARY PUBLIC, State of Florida

My Commission Expires:



JOHN S. NORTON, JR.
MY COMMISSION # CC486235 EXPIRES
August 6, 1999
BONDED THRU TROY FAIN INSURANCE, INC.