

M 97260

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ORLANDO ORAL & FACIAL SURGERY, P.A.

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June 26, 2006

FLORIDA DEPARTMENT OF STATE
Division of Corporations

ORLANDO ORAL & FACIAL SURGERY, P.A.
* DEAN H WHITMAN
2045 LEE ROAD
WINTER PARK, FL 32789US

SUBJECT: ORLANDO ORAL & FACIAL SURGERY, P.A.
REF: M97260

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Please disregard the confirmation previously sent in error.

A certificate must accompany the Restated Articles of Incorporation setting forth either of the following statements: (1) The restatement was adopted by the board of directors and does not contain any amendment requiring shareholder approval. OR (2) If the restatement contains an amendment requiring shareholder approval, the date of adoption of the amendment and a statement setting forth the following: (a) the number of votes cast for the amendment by the shareholders was sufficient for approval (b) If more than one voting group was entitled to vote on the amendment, a statement designating each voting group entitled to vote separately on the amendment and a statement that the number of votes cast for the amendment by the shareholders in each voting group was sufficient for approval by that voting group.

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**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF ORLANDO ORAL & FACIAL SURGERY, P.A.**

FILED
06 JUN 26 PM 2:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Sections 607.1006 and 607.1007 of the Florida Statutes, the undersigned Florida professional service corporation hereby adopts the following Amended and Restated Articles of Incorporation:

ARTICLE I - NAME OF CORPORATION

The name of this Corporation shall be OOPS, Inc.

ARTICLE II - PURPOSE

The general purpose for which this Corporation is organized shall be to conduct and transact any and all lawful business authorized or not prohibited by Chapter 607 of the Florida Statutes, as the same may be from time to time amended.

ARTICLE III - PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office of this Corporation shall be located at 409 Park Lake Circle, Orlando, Florida 32803, which shall also be the mailing address of the Corporation.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares of capital stock that this Corporation is authorized to issue and have outstanding at any one time is five hundred (500) shares of common stock having a par value of Ten Dollars (\$10.00) per share.

ARTICLE V - REGISTERED OFFICE AND REGISTERED AGENT

The street address of the registered office of this Corporation in the State of Florida is 409 Park Lake Circle, Orlando, Florida 32803. The Board of Directors may from time to time move the registered office to any other address in Florida. The name of the registered

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agent of this Corporation at that address is Miriam T. Rafferty. The Board of Directors may from time to time designate a new registered agent.

ARTICLE VI - DIRECTORS AND OFFICERS

- A. The number of Directors of this corporation shall be one (1).
- B. The number of Directors may be increased or diminished from time to time by Bylaws adopted by the shareholders or Directors, but shall never be less than one (1).
- C. The names and street addresses of the members of the Board of Directors and the officers of this Corporation, to hold office until their successors are elected or appointed and have qualified, are:

Miriam T. Rafferty	Director
409 Park Lake Circle	
Orlando, Florida 32803	

Miriam T. Rafferty	President and Secretary
409 Park Lake Circle	
Orlando, Florida 32803	

ARTICLE VII - PURPOSE

The general purpose for which this Corporation is organized shall be to conduct and transact any and all lawful business authorized or not prohibited by Chapter 607 of the Florida Statutes, as the same may be from time to time amended.

ARTICLE VIII - INDEMNIFICATION

This Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE IX - TERM OF EXISTENCE

This Corporation shall have perpetual existence.

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IN WITNESS WHEREOF, I have subscribed my name as President pursuant to
lawful corporate authority this 19th day of June, 2006.

ORLANDO ORAL & FACIAL SURGERY, P.A.

By: Miriam T. Rafferty
Miriam T. Rafferty, President

Having been named as registered agent for the above mentioned Corporation, at the place designated in the foregoing Amended and Restated Articles of Incorporation, I hereby accept such designation and agree to act in such capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties as registered agent. I am familiar with, and accept the duties and obligations of, Section 607.0505 of the Florida Statutes.

Miriam Rafferty
Miriam T. Rafferty

Date: June 19, 2006**H06000165483 3**

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**OFFICER'S CERTIFICATE TO ACCOMPANY
AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
ORLANDO ORAL & FACIAL SURGERY, P.A.**

I, MIRIAM T. RAFFERTY, being the duly elected, qualified and acting President of Orlando Oral & Facial Surgery, P.A. (the "Corporation"), hereby certify that the Amended and Restated Articles of Incorporation of the Corporation accompanying this Certificate were (1) duly adopted and approved by all of the members of the Board of Directors of the Corporation in compliance with Section 607.1007 of the Florida Statutes, (2) duly adopted and approved by all of the shareholders of the Corporation in compliance with Section 607.1007 of the Florida Statutes, and (3) that the number of votes cast for the Amended and Restated Articles of Incorporation by the shareholders was sufficient for approval.

IN WITNESS WHEREOF, I have subscribed my name as President pursuant to lawful corporate authority, on this 27 day of June, 2006.


Miriam T. Rafferty, President

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