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SOULE, LEAL & ASSOCIATES, P.A.

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KAREN VERNA †

* LEGAL ASSISTANT

† CERTIFIED LEGAL ASSISTANT

P00000009734

January 21, 2000

Florida Dept. of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: Brush & Floss, Inc.

EFFECTIVE DATE
1-17-00

800003108038--7
-01/24/00-01088-014
*****78.75 *****78.75

To Whom It May Concern:

Enclosed please find the following:

1. Original Articles of Incorporation;
2. Certificate of Designation of Registered Agent; and
3. Copy of Articles of Incorporation;
4. Transmittal Letter; and
5. Check for \$78.75 for the filing fee.

Please see the Articles for the effective date.

If you have any questions, please do not hesitate to contact the undersigned should you have any questions.

Very truly yours,

Karen Verna

Karen Verna
Certified Legal Assistant

enclosure

FILED
00 JAN 24 PM 1:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Karen Verna GAVE
AUTHORIZATION BY PHONE TO
CORRECT *E. H. Date*
DATE *1/23/00*
DOC. EXAM *Devin Brown*

D. BROWN JAN 28 2000

EFFECTIVE DATE
1-17-66

ARTICLES OF INCORPORATION

of

BRUSH & FLOSS, INC.

FILED
00 JAN 24 PM 1:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article I

The name of the corporation is: BRUSH & FLOSS, Inc.

Article II

This corporation shall exist perpetually unless sooner dissolved according to law, commencing on the date of execution and acknowledgment of these articles.

Article III

The general nature of the business and the objects and purposes to be transacted and carried on are any legal things allowed and permitted to be done by corporations under the laws of the State of Florida.

Article IV

This shall be a for profit corporation with the directors elected in a manner to be specified in the bylaws.

Article V

The street address of the initial registered office of this corporation is 7515 W. Oakland Park Blvd., Suite 100, Ft Lauderdale, Florida 33319, and the name of the initial registered agent of this corporation at that address is James L. Soule.

Article VI

The name of the person signing these articles is: DR. DAVID PEREZ 10108 W. Oakland Park Blvd., Sunrise, FL. 33319.

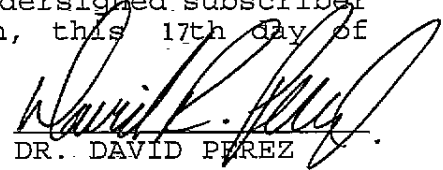
Article VII

The principle place of business and mailing address will be Brush & Floss, Inc, 10108 West Oakland Park Blvd. SUNRISE, Fl. 33319.

ARTICLE VIII

The initial authorized number of shares shall be 100 at a par value of \$.01 per share.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation, this 17th day of JANUARY, 2000.


DR. DAVID PEREZ

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

FILED
00 JAN 24 PM 1:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

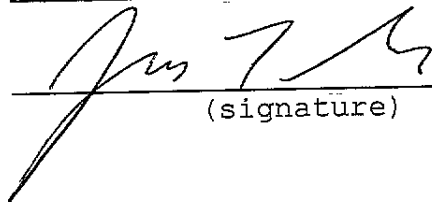
1. The name of the corporation is: Brush & Floss, Inc.
2. The name and address of the registered agent and office is:

James L. Soule, Esquire
(name)

7515 W. Oakland Park Blvd., Suite 100
(P.O. Box not acceptable)

Ft. Lauderdale, FL 33319
(City/State/Zip)

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


(signature)