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NORMAN E. TAPLIN, P.A.
ATTORNEY & COUNSELOR AT LAW

Republic Security Bank Tower
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FILED
00 APR 26 AM 9:55
SECRETARY OF STATE
TALLAHASSEE

April 17, 2000

Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

800003225598-18
-04/26/00-01106-008
*****78.75 *****78.75

Re: Kenneth E. Ross, P.A.
Our File No.: 00-0308

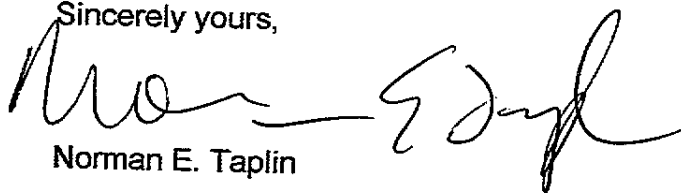
Dear Sirs/Madam:

Enclosed please find an original and one copy of Articles of Incorporation for Kenneth E. Ross, P.A., together with a check in the amount of \$78.75 in payment of the filing fee. Also enclosed is an Executed Certificate of Designation of Registered Agent.

Upon approval, kindly return a certified copy of the Articles of Incorporation to our office address noted above.

Thank you for your assistance in this matter.

Sincerely yours,


Norman E. Taplin

NET:mmg
Enclosures

Kenneth E. Taplin **DATE**
AUTHORIZATION BY PHONE TO
CORRECT Art. 511
DATE 4-27-00
DOC. EXAM WC

4-27
WC

**ARTICLES OF INCORPORATION
OF
KENNETH E. ROSS, D.M.D., MSD., P.A.**

FILED
00 APR 26 AM 9:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED HEREBY EXECUTE AND ACKNOWLEDGE THESE ARTICLES OF INCORPORATION IN ORDER TO ORGANIZE AND INCORPORATE A BUSINESS FOR PROFIT. UNDER THE CORPORATE NAME OF KENNETH E. ROSS, D.M.D., MSD., P.A. AND AT THE INITIAL BUSINESS ADDRESS OF 2211 N.E. 36TH STREET, LIGHTHOUSE POINT, FL.

ARTICLE I - PURPOSES AND OBJECTS

The Corporation is formed pursuant to the Professional Service Corporation Act and for the purposes and objects of rendering the same professional services to the public that a duly licensed dentist is authorized to render. The Corporation may engage in the aforementioned business or specific profession and in any other transaction of business permitted under the laws of the United States and of this State.

ARTICLE II - DURATION

The duration of this Corporation shall be perpetual. Corporate existence shall commence upon the filing of these Articles with the Department of State provided that all of the requirements of the law are met.

ARTICLE III - REGISTERED OFFICE - AGENT

The name of the Registered Agent is Norman E. Taplin, and the street address of the Registered Agent is Republic Security Bank Tower, 1555 Palm Beach Lakes Blvd., Suite 1501, West Palm Beach, FL 33401.

ARTICLE IV - NUMBER OF DIRECTORS

The Corporation shall have one (1) director constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the Bylaws. The name and address of the initial Board of Directors is:

NAME

Kenneth E. Ross

ADDRESS

13645 Kiltie Court
Delray Beach, FL 33446

ARTICLE V - SHARES

The aggregate number of shares which the Corporation shall have to issue is 1,000, all of which shall be common shares with par value of \$1.00.

ARTICLE VI - INCORPORATORS

The name and address of each person signing these articles is:

NAME

Norman E. Taplin

ADDRESS

1555 Palm Beach Lakes Blvd., Ste. 1501
West Palm Beach, FL 33401

ARTICLE VII - BROADEST POWERS; INCORPORATION BY REFERENCE

The Corporation shall have the power to do any and all things necessary, suitable, convenient, or proper for the accomplishment of any of the Purposes or the attainment of any of the Objects enumerated, or which at any time appear conducive or expedient for the protection or benefit of the Corporation, either as holders of, or as interested in, any property or otherwise, with all the powers now or hereafter conferred by the laws of the State upon Corporations incorporated herein.

ARTICLE VIII - AMENDMENT

This Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendment thereto, and any right conferred upon the shareholders as subject to this reservation.

ARTICLE IX - BYLAWS

The power to adopt, alter, amend or repeal the Bylaws shall be vested in the Board of Directors.

ARTICLE X - INDEMNIFICATION

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

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation, this 18 day of April, 2000.




NORMAN E. TAPLIN

STATE OF FLORIDA

COUNTY OF PALM BEACH

Before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared, NORMAN E. TAPLIN, known to be and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal in the State and County aforesaid, this 18 day of April, 2000.



Notary Public, State of Florida at Large

My Commission Expires:



STATE OF FLORIDA
DEPARTMENT OF STATE

FILED
00 APR 26 AM 9:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

IN COMPLIANCE WITH §48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST - THAT KENNETH E. ROSS, D.M.D., MSD., P.A. DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS, C/O 2211 N.E. 36TH STREET, LIGHTHOUSE POINT, FL HAS NAMED NORMAN E. TAPLIN, REGISTERED AGENT, LOCATED AT REPUBLIC SECURITY BANK TOWER, 1555 PALM BEACH LAKES BLVD., SUITE 1501, WEST PALM BEACH, FL 33401, COUNTY OF PALM BEACH, STATE OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.


NORMAN E. TAPLIN

TITLE: INCORPORATOR

DATE: APRIL 18, 2000

ACCEPTANCE:

THE UNDERSIGNED, HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THE CERTIFICATE, HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER PERFORMANCE OF HIS DUTIES.


NORMAN E. TAPLIN
REGISTERED AGENT

DATE: APRIL 18, 2000