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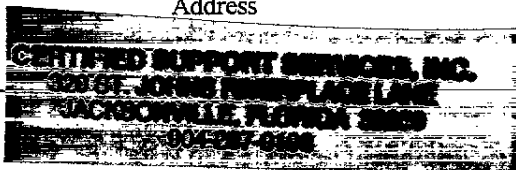
FILED

Requester's Name

00 MAY 15 AM 8:51

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Address



Office Use Only

**CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):**

1. NUSMILE CORPORATION (Corporation Name) 100002252791--2 (Document #)  
-05/15/00--01133--009  
\*\*\*\*\*78.75 \*\*\*\*\*78.75
2. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #)
3. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #)
4. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #)

- ☐ Walk in    ☐ Pick up time \_\_\_\_\_    ☐ Certified Copy  
☐ Mail out    ☐ Will wait    ☐ Photocopy    ☐ Certificate of Status

**NEW FILINGS**

- ☐ Profit  
☐ Not for Profit  
☐ Limited Liability  
☐ Domestication  
☐ Other

**AMENDMENTS**

- ☐ Amendment  
☐ Resignation of R.A., Officer/Director  
☐ Change of Registered Agent  
☐ Dissolution/Withdrawal  
☐ Merger

**OTHER FILINGS**

- ☐ Annual Report  
☐ Fictitious Name

**REGISTRATION/QUALIFICATION**

- ☐ Foreign  
☐ Limited Partnership  
☐ Reinstatement  
☐ Trademark  
☐ Other

# ARTICLES OF INCORPORATION

OF

## NuSmile Corporation

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator to these Articles of Incorporation, for the purpose of forming a corporation under Florida Business Corporation Act, hereby adopt the following Articles of Incorporation.

### ARTICLE I NAME

The name of this corporation is **NuSmile Corporation**.

### ARTICLE II PRINCIPAL OFFICE

The Board of Directors may from time to time move the principal office to any other location in Florida. The initial address of the principal office of this corporation in the state of Florida is:

4831 San Juan Avenue  
Jacksonville, Florida 32210

### ARTICLE III CAPITAL STOCK

This corporation is authorized to issue only one class of shares of stock which shall be designated Common Stock, \$1.00 par value; and the total number of shares which this corporation is authorized to issue is 7,500.

### ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

Robert Frost  
3804 Arrow Lakes Drive South  
Jacksonville, Florida 32257

### ARTICLE V INCORPORATORS

The names and addresses of the incorporator(s) to these Articles of Incorporation are:

Robert Frost, 3804 Arrow Lakes Drive South, Jacksonville, Florida 32257

Certified Support Services, Inc., a Florida Corporation, 320 St. Johns Riverplace Lane, Jacksonville, Florida 32259.

## **ARTICLE VI DIRECTORS OF CORPORATION**

Robert Frost, 3804 Arrow Lakes Drive South, Jacksonville, Florida 32257  
Timothy Nagy, 320 St. Johns Riverplace Lane, Jacksonville, Florida 32259  
Tracy Dowdy, 320 St. Johns Riverplace Lane, Jacksonville, Florida 32259

## **ARTICLE VII DIRECTOR LIMITATIONS**

The number of directors may be increased or diminished from time to time by by-laws adopted by the stockholders, but shall never be less than one. Initially the number of directors will be three.

## **ARTICLE VII TYPE OF BUSINESS**

The general nature of the business to be transacted by this corporation is:

To engage in any activity or business permitted by the laws of the United States and the State of Florida.

To the same extent as natural persons might or could do so, to purchase or otherwise acquire, and to hold, own, maintain work, develop, sell, lease, exchange, hire, convey, mortgage or otherwise to dispose of and deal in, lands and leaseholds, and any interest, estate, and rights in real property, and any personal or mixed property, and franchises, rights, licenses or privileges necessary, convenient or appropriate for any of the purposes herein expressed.

To manufacture, purchase, or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer, or otherwise dispose of, and to invent in, deal in and with, goods, wares, merchandise, real and personal property, and services of every class, kind and description, now or hereafter permitted by law.

To conduct business in, have one or more offices in and to buy, hold mortgage, sell, convey, lease, or otherwise to dispose of real and personal property, including franchises, patents, copyrights, trademarks and licences in the state of Florida and in all other states and countries.

To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness as required.

To purchase the corporate assets of any other corporation and engage in the same or other character of business.

To grantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of shares of capital stock of, or any bonds, securities, or evidences of ineptness created by any other corporation of the state of Florida, or any other state or government, and while owner of such stock to exercise all rights, powers and privileges of ownership, including the rights to vote such stock.

To exercise all the powers now granted to this type of corporation under Florida law, and all powers subsequently authorized or granted by law to private corporations.

The foregoing clauses shall be construed both as objects and powers, and it is hereby expressly provided that the foregoing enumeration of specific powers shall not be held to limit or restrict in any manner the powers of this corporation.

#### **ARTICLE X DIRECTORS AND OFFICERS INDEMNIFICATION**

The corporation shall indemnify any and all persons who may serve or who have served at any times as directors or officers, or who at their request of the Board of Directors of the corporation may serve or at any time have served as directors or officers of another corporation in which the corporation at such time owned or may owned shares of stock or of which it was or may be a creditor, and their respective heirs, administrators, successors and assigns, against any and all expenses, including amounts paid upon judgements, counsel fees, and amounts paid in settlement (before or after suit is commenced), actually and necessarily incurred by such persons in connection with the defense or settlement of any claim, action, suit, or proceeding in which they, or any of them, are made parties, or a party, or which may be asserted against them or any of them, by reason of being or having been directors or officers or directors or officers of the corporation, or such other corporation, except in relation to matters as to which any such director or officer or former director or officer or person shall be adjudged in any action, suit, or proceeding to be liable for his or her own negligence or misconduct in the performance of his or her duty. Such indemnification shall be in addition to any other rights to which those indemnified may be entitled under law, by-law, agreement, vote of stockholders, or otherwise, and the corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

#### **ARTICLE XI AMENDMENTS**

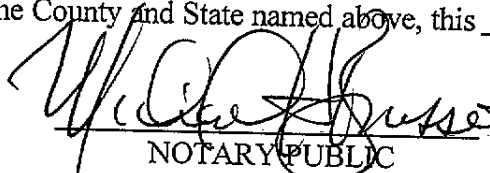
These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the holder or holders of a majority of the stock entitled to vote thereon.

  
Robert Frost

STATE OF FLORIDA  
COUNTY OF DUVAL

I hereby certify that on this day, before me, a notary Public duly authorized in the State of Florida and County of Duval to take acknowledgments, personally appeared ROBERT FROST, to me well known to be the person described as the incorporator in and who executed the forgoing Articles of Incorporation, and he acknowledge before me that he subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above, this 12 Day of May, A. D. 2000.

  
NOTARY PUBLIC

My commission expires:



My Commission CC7789, 30  
Expires September 29, 2002

**ACKNOWLEDGMENT AND ACCEPTANCE  
OF REGISTERED AGENT**

Having been named to accept service of process for the above stated corporation, at the place designated in the Articles of Incorporation to which this is attached, I hereby accept to act in this capacity, and agree to comply with the provisions of said relative to keeping open said place.



Robert Frost

FDL-F623-763-53-321-0 X 9/2000

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