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TERESA ROMAN (TALLAHASSEE REPRESENTATIVE)

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-06/06/00--01047--011

*****78.75 *****78.75

OFFICE USE ONLY

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

1. PROFESSIONAL DENTAL GROUP, P.A.
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

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☐ Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

00 JUN -6 AM 10:06

RECEIVED

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 JUN -6 AM 11:00

FILED

Examiner's Initials

LAW OFFICES
PARLADE & FIGUERAS
7050 S.W. 86TH AVENUE
MIAMI, FLORIDA 33143-2426

ALBERTO J. PARLADE, ESQ.
JUAN E. FIGUERAS, ESQ.

TELEPHONE (305) 595-2300
FACSIMILE (305) 595-0408

June 5, 2000

Secretary of State
Division of Corporation
Caller Service #1500
Tallahassee, Florida 32302-1500

Re: **Filing of Articles of Incorporation for:**
PROFESSIONAL DENTAL GROUP, P.A.

Dear Sir or Madam:

This office represents the above referenced Corporation.

Enclosed herein please find check covering the following fee:

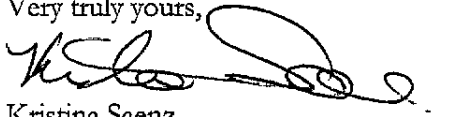
- Filing Articles of Incorporation	\$ 70.00
- Certificate of Good Standing	\$ 8.75

TOTAL:	<hr/> \$ 78.75
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Upon filing the Articles of Incorporation, please return the Certificate of Good Standing along with a copy of the Articles stamped "FILED" to the undersigned at your earliest possible convenience.

Should you have any questions and/or need any additional information do not hesitate to contact our office. Otherwise thank you for your attention in this matter.

Very truly yours,



Kristina Saenz,
Legal Assistant

/ks
Enclosures

ARTICLES OF INCORPORATION
OF
PROFESSIONAL DENTAL GROUP, P.A.

The undersigned, desiring to organize a professional service corporation for the purposes hereinafter stated, pursuant to the laws of the State of Florida, hereby certifies as follows:

ARTICLE I

NAME

The Name of the Corporation Shall be and is :

PROFESSIONAL DENTAL GROUP, P.A.

FILED
00 JUN -6 AM 11:40
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE II

PURPOSE

The general nature of the professional services to be rendered by this professional service corporation shall be as follows, to-wit :

- (a) To engage in every phase and aspect of the business of rendering the same professional services to the public that dentists practicing in general dentistry, duly licensed under the laws of the State of Florida, is authorized to render, but such professional services shall be rendered only through officers, employees, and agents who are duly licensed under the laws of the State of Florida to practice therein.
- (b) To buy, sell, deal in and exchange shares of its own capital stock, except that the corporation shall not issue any of its capital stock, to anyone other than an individual who is duly licensed or otherwise legally authorized to render professional services in a family medical practice within the State of Florida. No shareholder of this corporation shall enter into a voting trust agreement or any other type of agreement vesting another person with the authority to exercise the voting power of any or all of his stock.

- (c) To invest the funds of this corporation in real estate, mortgages, stocks, bonds or any other type of investment, and to own real and personal property necessary for the rendering of professional services.
- (d) To do all and everything necessary and proper for the accomplishments of any of the purposes or the attaining of any of the objects or the furtherance of any of the purposes enumerated in these Articles of Incorporation or any amendment thereof, necessary or incidental to the protection and benefit of the corporation, and, in general, either alone or in association with other corporations, firms, or individuals, to carry on any lawful pursuit necessary or incidental to the accomplishment of the purpose or the attainment of the objects or the furtherance of such purposes or objects of this corporation.
- (e) Without limiting the generality of any of the foregoing language, the corporation shall have all the powers which are now or which may hereafter be conferred upon professional service corporations by the laws of the State of Florida.

ARTICLE III

Stock

The maximum number of shares of stock which this corporation is authorized to have outstanding at any time is one thousand (1,000) Shares of Common Stock having a par value of One Dollar (\$1.00) per share.

ARTICLE IV

Existence

This corporation shall have perpetual existence.

ARTICLE V

Initial Registered Officer and Agent

The name and street address of the initial registered office of this corporation is: MARIO QUINTANA

4504 NW 2nd Avenue

Miami, Florida 33127

ARTICLE VI

Stock Transferability

No Stockholder of this corporation may sell or transfer his shares in this corporation except to another individual who is eligible to be a Stockholder of a professional service corporation within the laws of the State of Florida.

ARTICLE VII

Stock Ownership

The Board of Directors shall require any Officer, Stockholders, agent, or employee of this corporation, who has been rendering professional services in a dental practice to the public and who becomes legally disqualified to render such professional services within the State of Florida, or who is elected to a public office or accepts employment that, pursuant to existing law, places restrictions or limitations upon his continuing to render such professional services, to sever all employment with, and financial interest in, this corporation forthwith.

ARTICLE VIII

Directors

This corporation shall have One (1) Director initially. 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 (1).

ARTICLE IX

Initial Director

The name and street address of the first member of the Board of Directors is:

Mario Quintana
4504 NW 2nd Avenue
Miami, Florida 33127

The said Director is of full age and a citizen of the United States of America. The aforesaid Director shall hold his respective office until the first Annual Meeting of Stockholders or until his successors are elected and have qualified.

ARTICLE X

Subscriber

The name and street address of the subscriber to the Article of Incorporation, who is a doctor specialized in a family medical practice, duly licensed under the laws of the State of Florida to render services as such, is:

Mario Quintana
4504 NW 2nd Avenue
Miami, Florida 33127

ARTICLE XI
Initial Officers

The names and street addresses of the initial officers of this corporation is/are:

Mario Quintana - President and Secretary

4504 NW 2nd Avenue

Miami, Florida 33127

ARTICLE XII
By-Laws

The By-Laws of the corporation may be created, amended or changed by the Stockholders or Directors at any regular or special meeting, duly held.

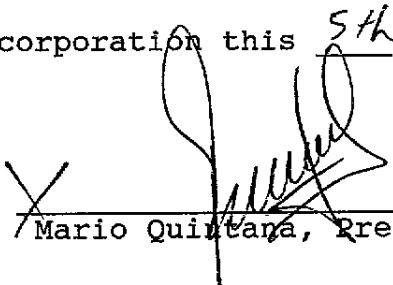
ARTICLE XIII

Contracts

No contract or other transaction between this corporation and any other corporation shall be affected by the fact that any Director of this corporation is interested in, or is a director or officer of, such other corporation, and any Director, individually or jointly, may be a party to, or may be interested in, any contract or transaction of this corporation or in which this corporation is interested; and no contract, or other transaction of this corporation with any person, firm, or corporation, shall be

affected by the fact that any Director of this corporation is a party in any way connected with such person, firm, or corporation, and every person who may become a Director of this corporation is hereby relieved for any liability that might otherwise exist from contracting with the corporation for the benefits of himself or any firm, association, or corporation in which he may be in any way interested.

IN WITNESS WHEREOF, the undersigned has made, subscribed and acknowledges these Articles of Incorporation this 5th day of June, 2000.

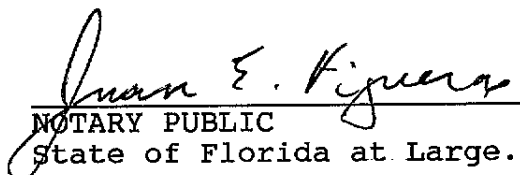


Mario Quintana, President

STATE OF FLORIDA)
) SS:
COUNTY OF MIAMI-DADE)

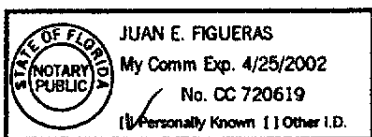
I HEREBY CERTIFY that on this 5th day of June, 2000, personally appeared before me, an officer duly authorized to administer oaths and to take acknowledgements, MARIO QUINTANA, to me well known and known to me to be the person who executed the foregoing Articles of Incorporation of PROFESSIONAL DENTAL GROUP, P.A. a Florida corporation, and acknowledges that they signed and executed same for the uses and purposes therein stated.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Miami, Florida, the day and year above written.



NOTARY PUBLIC
State of Florida at Large.

My commission expires:



CERTIFICATE OF DESIGNATION
REGISTERED AGENT / REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of 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: PROFESSIONAL DENTAL GROUP, P.A.
2. The name and address of the registered agent and office is:

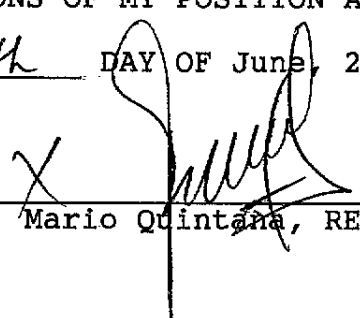
Mario Quintana
4504 NW 2nd Avenue
Miami, Florida 33127

Signature X 
Mario Quintana, PRESIDENT

Date: June 5th, 2000.

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.

DATED THIS 5th DAY OF June, 2000.

X 
Mario Quintana, REGISTERED AGENT

FILED
00 JUN -6 AM 11:40
SECRETARY OF STATE
TALLAHASSEE FLORIDA