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DEFA. STATE DIVISION OF CORPORATIONS TALLAHASSEE, FLORIDA

AKERMAN, SENTERFITT & ELDSON, P.A.
(Requestor's Name)

(Address)

222-3471

Other

CR2E031(10/92)

(City, State, Zip) (Phone

OFFICE USE ONLY

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## ARTICLES OF INCORPORATION OF DENTAL INFO SYSTEMS, INC.

The undersigned incorporator hereby executes these Articles of Incorporation for the purpose of forming a corporation for profit in accordance with the laws of the State of Florida.

#### ARTICLE 1

#### **NAME**

The name of this corporation shall be: Dental Info Systems, Inc.

#### ARTICLE 2

#### PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the principal office and the mailing address of this corporation shall be:

12005 Cortez Boulevard Brooksville, Florida 34613

#### ARTICLE 3

#### CAPITAL STOCK

1. <u>Authorized Capitalization</u>. The total number of shares of capital stock authorized to be issued by this Corporation shall be:

600,000 shares of Class A (voting) Common Stock, par value \$.001 per share (the "Class A Common Stock");

600,000 shares of Class B (non-voting) Common Stock, par value \$.001 per share (the "Class B Common Stock");

2. <u>Voting</u>. The voting power of this Corporation shall be vested in the Class A Common Stock. Class B Common Stock shall be entitled to no voting rights. There shall be no cumulative voting in the election of directors. Other than voting rights, the shares of Common Stock shall be treated equally.

#### ARTICLE 4

#### REGISTERED OFFICE AND REGISTERED AGENT

The initial registered office of this corporation shall be located at 100 S. Ashley Drive, Suite 1500, Tampa, Florida 33602 and the initial registered agent of this corporation at such office shall be Gary Walker. This corporation shall have the right to change such registered agent and such registered office from time to time, as provided by law.

#### ARTICLE 5

#### BOARD OF DIRECTORS

The Board of Directors of this corporation shall consist of a number of directors to be fixed from time to time by the stockholders or the by-laws. The business and affairs of this corporation shall be managed by the Board of Directors, which may exercise all such powers of this corporation and do all such lawful acts and things as are not by law directed or required to be exercised or done only by the stockholders.

#### ARTICLE 6

#### INITIAL BOARD OF DIRECTORS

The initial Board of Directors of this corporation shall consist of one (1) member, such member to hold office until his successor has been duly elected and qualify. The name and street address of the initial director are:

<u>Name</u>

**Address** 

Virgilio Alvarez-Renta

are:

12005 Cortez Boulevard Brooksville, Florida 34613

#### ARTICLE 7

#### INCORPORATOR

The name and street address of the incorporator making these Articles of Incorporation

Name

**Address** 

Gary Walker

100 S. Ashley Drive, Suite 1500 Tampa, Florida 33602

#### ARTICLE 8

#### PURPOSES AND DURATION

The general purpose for which this corporation is organized is the transaction of any and all lawful business for which corporations may be incorporated under the Business Corporation Act of the State of Florida, and any amendments thereto, and in connection therewith, this corporation shall have and may exercise any and all powers conferred from time to time by law upon corporations formed under such Act. This corporation shall have perpetual existence.

#### ARTICLE 9

#### BY-LAWS

The power to adopt the by-laws of this corporation, to alter, amend or repeal the by-laws, or to adopt new by-laws, shall be vested in the Board of Directors of this corporation.

#### ARTICLE 10

#### AMENDMENT OF ARTICLES OF INCORPORATION

This corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the stockholders herein are subject to this reservation.

#### ARTICLE 11

#### AFFILIATED TRANSACTIONS

The provisions of Section 607.0901, Florida Statutes, relating to affiliated transactions, shall be inapplicable to this corporation.

### ARTICLES OF INCORPORATION OF DENTAL INFO SYSTEMS, INC.

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IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation for the uses and purposes therein stated.

DATED this 219 day of June, 2000.

Jay Walker
Gary Walker

#### DENTAL INFO SYSTEMS, INC.

#### ACCEPTANCE OF SERVICE AS REGISTERED AGENT

The undersigned, GARY WALKER, having been named as registered agent to accept service of process for the above-named corporation at the registered office designated in the Articles of Incorporation, hereby agrees and consents to act in that capacity. The undersigned is familiar with and accepts the duties and obligations of such position.

DATED this 21 4 day of June, 2000.

GARY WALKER

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SECRETARY OF STATE