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ERNE C. LISCH
ATTORNEY AT LAW

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3011 MANATEE AVENUE WEST
BRADENTON, FLORIDA 34205

June 12, 2000

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
TELEPHONE (941) 748-8464
FACSIMILE (941) 747-1461

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

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****122.50 *****78.75

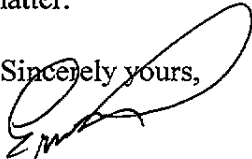
Re: Maurice Healey, D.D.S., P.A.
Our File No. 00-162

To Whomever It May Concern:

Attached hereto for filing are Articles of Incorporation for Maurice Healey, D.D.S., P.A., together with my client's check in the amount of \$122.50. Please return verification of filing to my office at the above address.

Thank you for your attention to this matter.

Sincerely yours,


Ernie C. Lisch

ECL/dez
enc.

Diane GAVE
me Lisch's secretary
AUTHORIZATION BY PHONE TO
CORRECT add 21 accept - Pg 3
✓ principal address - Article II
DATE 06/26/00
DOC. # 06/26/00 ✓

Articles of Incorporation
Of
Maurice Healey, D.D.S., P.A.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, natural person, competent and licensed to practice dentistry in the State of Florida, acting hereby as Incorporator for the purpose of forming a Professional Service Corporation under the provisions of Chapter 621, Florida Professional Service Corporation and Liability Act; and under Chapter 607, Florida Business Corporation Act, of the Florida Statutes, does hereby adopt the following Articles of Incorporation:

Article I - Name of Corporation

The name of this corporation shall be Maurice Healey, D.D.S., P.A.

Article II - Purposes

The general nature and purposes of business to be transacted, promoted and carried on by the corporation are as follows:

- a. To engage in every aspect in the practice of dentistry, and all its fields of specializations, as are engaged in by dentists.
- b. To engage and render the professional services involved only through its officers, agents and employees who shall be dentists in good standing and duly licensed or otherwise legally authorized within the State of Florida to render the same professional service as this corporation.
- c. To invest its funds in real estate, mortgages, stocks, bonds and any other type of investments permitted by law.
- d. To engage in no other business other than the rendition of the professional services specified herein.
- e. To do everything necessary and proper in accomplishing the purposes herein set forth and to do anything incidental thereto which is not forbidden under the laws of the State of Florida.

Article III - Capital Stock

- a. The maximum number of shares of stock that the corporation is authorized to have outstanding at any time shall be 1,000 shares of common stock at \$1.00 per share par value.
- b. The consideration to be paid for each share shall be payable in lawful money or property, labor or services.

c. Shares of the corporation's stock and certificates shall be issued only to dentists in good standing and duly licensed or otherwise legally authorized within the State of Florida to render the same professional services as this corporation.

Article IV - Duration

The corporation shall have perpetual existence.

Article V - Registered Agent

The initial registered office of this corporation shall be 3815 State Road 64 East, Bradenton, Florida 34208, and the initial registered agent of this corporation at such office shall be Maurice Healey, who upon accepting this designation agrees to comply with the provisions of Section 48.091, Florida Statutes, as amended from time to time, with respect to keeping an office open for service of process. The principal address is the same as the registered office.

Article VI - Incorporator

The names and street addresses of the persons signing these Articles of Incorporation are:

<u>Name</u>	<u>Address</u>
Maurice Healey	3815 State Road 64 East Bradenton, Florida 34208

Article VII - Board of Directors

The corporation shall have a Board of Directors consisting of one (1) person. The number of Directors may be increased or decreased from time to time by a resolution of the majority of the Stockholders, but shall never be less than one. The name and address of the initial Director of this corporation is:

<u>Name</u>	<u>Address</u>
Maurice Healey	3815 State Road 64 East Bradenton, Florida 34208

Article VIII - Informal Shareholder Action

Any action of the Shareholders may be taken without a meeting if consent in writing setting forth the action so taken shall be signed by all the Shareholders entitled to vote upon such action at a meeting and filed with the Secretary of the corporation as part of the corporate records.

Article IX - Severance and Termination of Employment

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If any officer, director, stockholder, agent or employee of this corporation becomes legally disqualified to render the professional services for which the corporation is organized, or accepts employment that places restrictions or limitations on his or her continued rendering of such professional services, he or she shall forthwith sever all employment with the corporation, and shall not thereafter participate or share, directly or indirectly, in any earnings or profits realized by the corporation on account of professional services. The corporation shall forthwith, upon such disqualification of any shareholder, purchase such shareholder's shares and pay him or her all amounts owing and lawfully due to him or her by the corporation, except that such shares shall not be entitled to dividends.

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Article X - Informal Director Action

If all of the Directors severally or collectively consent in writing to any action taken or to be taken by the corporation, and the writings evidencing their consent are filed with the Secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

Article XI - Indemnification

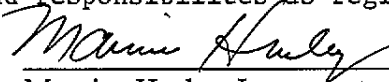
The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

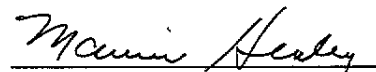
Article XII - Bylaw Amendment

The power to adopt, alter, amend or repeal the bylaws of this corporation shall be vested in the Board of Directors and Stockholders provided that such amendment be in compliance with the laws of the State of Florida governing a Professional Service Corporation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation in the State of Florida this 19 day of June, 2000.

I hereby accept the duties and responsibilities as registered agent.


Maurice Healey, Incorporator


Maurice Healey, Registered Agent

STATE OF FLORIDA

COUNTY OF MANATEE

BEFORE ME, the undersigned authority, personally appeared Maurice Healey, who is to me well known to be the person described in and who executed the foregoing Articles of Incorporation as the Incorporator, and he acknowledged to and before me that he executed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal at Bradenton, Manatee County, Florida, this 19th day of June, 2000.

Diane E Zorger
Notary Public
Print Name: _____
Commission #: _____
Commission Expires: _____

