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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

LAKES DENTAL MANAGEMENT, INC.

Certificate of Status	0
Certified Copy	1
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6/28/00 8:49 AM

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ARTICLES OF INCORPORATION
OF

LAKES DENTAL MANAGEMENT, INC.

The undersigned incorporator, for purposes of forming a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I

The name of the corporation is Lakes Dental Management, Inc. (the "Corporation").

ARTICLE II

The street address of the initial principal office and mailing address of the Corporation is 2411 Tenth Avenue North, Lake Worth, FL 33461.

ARTICLE III

The Corporation is authorized to issue 100 shares of common stock of \$.01 par value per share.

ARTICLE IV

The street address of the initial registered office of the Corporation is 201 South Biscayne Boulevard, Suite 3000, Miami, Florida 33131, and the registered agent at that address is B & C Corporate Services, Inc.

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Steve L. Wasserstein
FL Bar No. 0986992
Broad and Cassel
500 East Broward Boulevard

305 541 3770 P. 02/04

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ARTICLE V

The name and address of the incorporator of the Corporation: Ross Lipton, 2411 Tenth Avenue North, Lake Worth, FL 33461.

ARTICLE VI

The Corporation is organized for the purpose of transacting any and all lawful activities or business for which corporations may be formed under Chapter 607 of the Florida Statutes.

ARTICLE VII

The corporation expressly elects not to be governed by either §607.0901 or §607.0902 of the Florida Business Corporation Act, as each may be amended from time to time, relating to affiliated transactions and control share acquisitions.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 22 day of June, 2000.


ROSS LIPTON,
INCORPORATOR

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Steve L. Wasserstein
FL Bar No. 0986992
Broad and Cassel
500 East Broward Boulevard
Suite 1130
Fort Lauderdale, Florida 33394

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ACCEPTANCE OF APPOINTMENT
OF
REGISTERED AGENT

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.

B & C CORPORATE SERVICES,
INC.

By: William C. Philippi
Print Name: William C. Philippi
Title: President

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