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815562/7875u

October 2, 2000

SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

CORPORATION NAME (S) AND DOCUMENT NUMBER (S):

Charles P. Martin DDS PA

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 -10/02/00--01077--009
 *****78.75 *****78.75

Filing Evidence

- Plain/Confirmation Copy
- Certified Copy

Type of Document

- Certificate of Status
- Certificate of Good Standing
- Articles Only
- All Charter Documents to Include Articles & Amendments
- Certificate of Fictitious Name
-

RECEIVED
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 DIVISION OF CORPORATION

Retrieval Request

- Photocopy
- Certified Copy

NEW FILINGS	
X	Profit
	Non Profit
	Limited Liability
	Domestication
	Other

AMENDMENTS	
	Amendment
	Resignation of RA Officer/Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

OTHER FILINGS	
	Annual Reports
	Fictitious Name
	Name Reservation
	Reinstatement

REGISTRATION/QUALIFICATION	
	Foreign
	Limited Partnership
	Reinstatement
	Trademark
	Other

PH 10/2/00 ✓

ARTICLES OF INCORPORATION

OF

CHARLES P. MARTIN, D.D.S., P.A.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, being duly licensed to practice dentistry under the laws of the State of Florida, adopts these Articles to form a corporation under the Professional Service Corporation and Limited Liability Company Act, Chapter 621, Florida Statutes, and other laws of the State of Florida.

ARTICLE I

The name of the professional service corporation is: CHARLES P. MARTIN, D.D.S., P.A.

ARTICLE II

The address of the principal office and the mailing address of the corporation is 2000 - 5th Avenue North, St. Petersburg, Florida, 33713.

ARTICLE III

The professional service corporation is formed to engage in every phase and aspect of the practice of dentistry. In addition, the corporation may invest the funds of the professional service corporation in real estate, mortgages, stocks, bonds, or any other type of investment, and own real and personal property necessary for the rendering of professional services.

ARTICLE IV

The professional service corporation shall have perpetual existence starting on the date these Articles of Incorporation are filed with the Florida Department of State.

ARTICLE V

The capital stock of the professional service corporation shall be TEN THOUSAND (10,000) shares of common stock having a par value of ONE DOLLAR (\$1.00) per share. None of the shares of

the professional service corporation may be issued to anyone other than an individual duly licensed to practice dentistry in the State of Florida.

ARTICLE VI

The street address of the initial registered office of the professional service corporation is 2000 - 5th Avenue North, St. Petersburg, Florida, 33713. The name of the initial registered agent for the corporation at that address is Charles P. Martin, D.D.S.

ARTICLE VII

The business of the professional service corporation shall be managed by its board of directors. The initial board of directors shall consist of one (1) member. This number may be increased or decreased from time to time in accordance with the corporation's bylaws, but shall never be less than one.

ARTICLE VIII

The name and address of the person who will serve on the initial board of directors is Charles P. Martin, D.D.S., 2000 - 5th Avenue North, St. Petersburg, Florida, 33713.

ARTICLE IX

The name and address of the person signing these Articles of Incorporation as subscriber is Charles P. Martin, D.D.S., 2000 - 5th Avenue North, St. Petersburg, Florida, 33713.

ARTICLE X

The professional service corporation reserves the right to amend or repeal any provisions in these Articles of Incorporation in the manner provided by law. Any right conferred upon the shareholders is subject to this reservation.

ARTICLE XI

The shareholders of the professional service corporation shall have the power to include in the bylaws, or by separate agreement adopted by a majority of the shareholders of the corporation, any

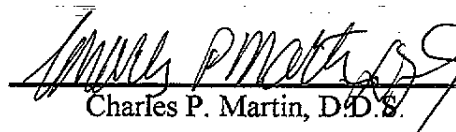
regulatory or restrictive provisions regarding the proposed sale, transfer or other disposition of any of the outstanding stock of the corporation by any of its shareholders, or in the event of the death of any of its shareholders. The manner and form, as well as the relevant terms, conditions and details, of the disposition shall be determined by the shareholders of the corporation; provided, however, that such regulatory or restrictive provisions shall not affect the rights of third parties without actual notice of the provisions unless the existence of the provisions is plainly noted on the certificate evidencing the ownership of such stock.

No shareholder of the professional services corporation may sell or transfer stock in the corporation except to another individual who is eligible to be a shareholder of the corporation, and the sale or transfer may be made only after it has been approved at a shareholder meeting especially call for that purpose. If any shareholder becomes legally disqualified to practice dentistry in the State of Florida or accepts employment that places restrictions or limitations on the continuous rendering of such professional services, that shareholder's shares of stock shall immediately become subject to purchase by the corporation in accordance with the bylaws adopted by the shareholders.

ARTICLE XII

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 professional services corporation as part of the corporate records. 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 valid as though it had been authorized at a meeting of the board of directors.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on September 27, 2000.

 (SEAL)
Charles P. Martin, D.D.S.

STATE OF FLORIDA :
COUNTY OF PINELLAS :

I HEREBY CERTIFY that on this day before me an officer duly authorized to administer oaths and take acknowledgments, personally appeared Charles P. Martin, D.D.S., to me well known and known to me to be the person described and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the same for the purposes therein contained.

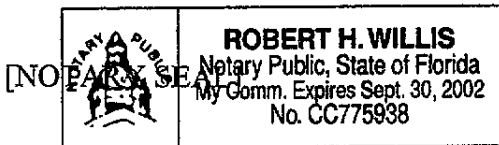
IN WITNESS WHEREOF, I have hereunto set my hand and official seal in the county and state aforesaid this 27 day of September, A.D. 2000.


Notary Public [Sign Name]

ROBERT H. WILLIS
Notary Public [Print Name]

State of Florida

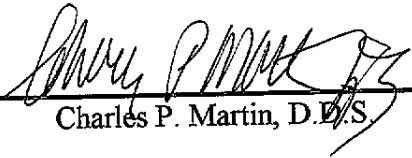
My Commission Expires: 9/30/2002



ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for CHARLES P. MARTIN, D.D.S., P.A., at the place designated in the Articles of Incorporation, the undersigned is familiar with and accepts the obligations of that position under *Section 607.0501(3)*, Florida Statutes.

Dated this th 27 day of September, 2000.



Charles P. Martin, D.D.S.

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TALLAHASSEE, FLORIDA