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FILED

October 16, 2000

00 OCT 18 AM 10:13

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FLORIDA DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
POST OFFICE BOX 6327  
TALLAHASSEE, FLORIDA 32314

RE: KINGSWAY DENTAL, INC.  
ARTICLES OF INCORPORATION

800003428778--1


-10/18/00--01061--020

\*\*\*\*\*~~87.50~~\*\*\*\*\*  
47.50 87.50

Please find enclosed a check in the amount of \$87.50 for filing fee, registered agent fee, certified copy of Articles of Incorporation, and Certificate of Status for the above referenced Florida Corporation. Also enclosed are original of Articles of Incorporation for KINGSWAY DENTAL, INC.

Please advise when the Articles have been filed, and return the certified copy of the Articles to the herein referenced INCORPORATOR.

Sincerely,

  
WINSTON M. MC INTOSH, DDS.  
INCORPORATOR

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10-19

**ARTICLES OF INCORPORATION**

**OF**

**KINGSWAY DENTAL, INC**

**FILED**

**00 OCT 18 AM 10:13**

**SECRETARY OF STATE  
TALLAHASSEE, FLORIDA**

**ARTICLE 1. NAME**

The name of the Corporation shall be KINGSWAY DENTAL, INC. a Florida Corporation.

**ARTICLE 2. PURPOSE**

This Corporation is organized for the purpose of transacting any and all lawful business.

**ARTICLE 3. POWERS**

This Corporation shall have all the powers enumerated in the "Florida General Corporation Act", (Chapter 607, Florida Statutes).

**ARTICLE 4. CAPITAL STOCK**

This Corporation is authorized to issue 1,000 shares of voting common stock (one thousand shares), with a par value of \$1.00 (one dollar) per share.

**ARTICLE 5. PREEMPTIVE RIGHTS**

The holders of the common stock of the Corporation shall have the preemptive right to purchase upon such price, terms and conditions as shall be affixed by the Board of Directors, such of the shares of the common stock of the Corporation as may be issued from time to time over and above the issue of the first 100 shares of the common stock of the Corporation which have never previously been sold or issued. Such preemptive right shall apply to such shares whether such additional shares constitute a part of the shares presently or subsequently authorized or constitute shares held in the treasury of the Corporation and shall be exercised in the respective ratio with the number of shares held by each stockholder at the time of such issue bears to the total number of shares outstanding in the names of all stockholders at such time

**ARTICLE 6. INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this Corporation is;

106 COLONIAL STREET S.E.  
PORT CHARLOTTE, FLORIDA 33952-9107

and the name of the initial registered agent of this Corporation at that address is;

DR. WINSTON M. MC INTOSH, DDS

## **ARTICLES OF INCORPORATION**

### **KINGSWAY DENTAL, INC.**

#### **ARTICLE 7. INITIAL BOARD OF DIRECTORS**

This Corporation shall have two Directors initially. The number of Directors may be either increased or decreased from time to time by the By-laws, but shall never be less than one. The names of the initial Directors of this Corporation are

WINSTON M. MC INTOSH  
CHARLA T. MC INTOSH

#### **ARTICLE 8. INCORPORATOR**

The name and address of the incorporator of this Corporation is;

WINSTON M. MC INTOSH, DDS.  
106 COLONIAL STREET S.E.  
PORT CHARLOTTE, FLORIDA 33952-9107

#### **ARTICLE 9. CORPORATION'S PRINCIPAL OFFICE**

The principal office of this Corporation will be as follows;

106 COLONIAL STREET S.E.  
PORT CHARLOTTE, FLORIDA 33952-9107

#### **ARTICLE 10. AMENDMENT**

This Corporation reserves the right to amend or repeal any provision(s) contained in the Articles of Incorporation, or any amendment to them, and any right conferred upon the shareholders is subject to this reservation.

**ARTICLES OF INCORPORATION**

**KINGSWAY DENTAL, INC.**

**ARTICLE 11. OFFICERS**

The initial officers of this Corporation are as follows;

PRESIDENT  
TREASURER

WINSTON M. MC INTOSH  
CHARLA T. MC INTOSH


VICE-PRESIDENT  
SECRETARY

CHARLA T. MC INTOSH  
CHARLA T. MC INTOSH

**ARTICLE 12. CORPORATE EXISTENCE**

The Corporation will begin existence on October 30, 2000, and continue until dissolved as provided by law.

THE UNDERSIGNED INCORPORATOR HAS EXECUTED THESE  
ARTICLES OF INCORPORATION ON THIS 16<sup>th</sup> DAY  
OF OCTOBER, 2000.

  
WINSTON M. MC INTOSH, DDS.  
INCORPORATOR

STATE OF FLORIDA )  
COUNTY OF CHARLOTTE)

In my presence on October 16<sup>th</sup>, 2000 appeared WINSTON M. MC INTOSH, known to be the person described as the Incorporator, who executed the foregoing Articles of Incorporation, and said person did acknowledge subscribing to the same.



Driver's license provided  
for identification.

FLDL# M253-893-44-333-0

exp. 9-13-05

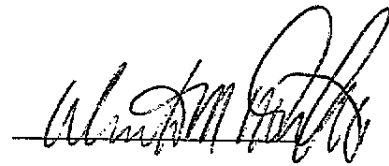
  
NOTARY PUBLIC

ACCEPTANCE OF APPOINTMENT  
AS REGISTERED AGENT FOR  
KINGSWAY DENTAL, INC.

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00 OCT 18 AM 10:13  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Having been named to accept service of process for the above named Corporation, at the place designated in the Corporation's Articles of Incorporation, I hereby acknowledge and accept the appointment and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

DATED:           OCTOBER 16, 2000



DR. WINSTON M. MC INTOSH  
Registered Agent for  
Kingsway Dental, Inc.