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FILED
00 OCT 24 PM 2:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

October 19, 2000

Florida Dept. Of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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*****70.00 *****70.00

RE: Gulf Dental, Inc.

Gentlemen:

Enclosed please find Articles of Incorporation together with my escrow check in the amount of \$70.00 for filing.

If you require anything further, please advise.

Very truly,



David Browder, Jr.
DBJ;pr
Enclosures

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ARTICLES OF INCORPORATION

OF

GULF DENTAL, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned hereby form a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be: GULF DENTAL, INC.

The address of the principal office of this corporation shall be 2063 Range Road, Clearwater, FL 33765, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, and the State of Florida or any other state, county, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000,000 shares of common stock having a \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 305 S. Duncan Avenue, Clearwater, Florida 33755, and the name of the initial registered agent of the corporation at that address is David Browder, Jr.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in

these Articles of Incorporation.

This corporation shall have two Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Gregory S. Kendrick
8627 Discus Drive
Humble, TX 77346

Richard H. Kendrick
7914 Devlin Drive
Humble, TX 77346

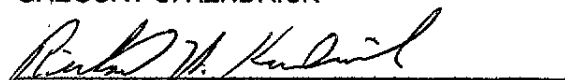
ARTICLE VII. OFFICERS

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Pres./Treasurer/Secretary: GREGORY S. KENDRICK
8627 Discus Drive, Humble, TX 77346
Vice President: RICHARD H. KENDRICK
7914 Devlin Drive, Humble, TX 77346

IN WITNESS WHEREOF, the undersigned by the incorporators, directors, and officers have hereunto set their hands and seals on this 19th day of October, 2000.


GREGORY S. KENDRICK


RICHARD H. KENDRICK

ACCEPTANCE OF REGISTERED AGENT

I, DAVID BROWDER, JR., am familiar with and accept the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.


DAVID BROWDER, JR.