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To: Division of Corporations
Fax Number : (850) 922-4001

From: Account Name : TODD WATSON, ATTORNEY AT LAW
Account Number : 119990000260
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FLORIDA PROFIT CORPORATION OR P.A.

Thomas P. O'Connell, D.D.S., P.A.

Certificate of Status	0
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF
THOMAS P. O'CONNELL, D.D.S., P.A.

The Undersigned, for the purpose of forming a Professional Corporation under the Florida Business Professional Service Corporation Act, do hereby adopt the following Articles of Incorporation:

ARTICLE 1.0 NAME AND ADDRESS

The name of the Professional Corporation is: Thomas P. O'Connell, D.D.S., P.A. The principal office and mailing address is 1700 Wells Road, Suite 25, Orange Park, Florida, 32073.

ARTICLE 2.0 DURATION

The duration of the Professional Corporation is perpetual.

ARTICLE 3.0 PURPOSE

The purpose for which the Professional Corporation is organized is to render professional dental services through members, officers, employees and agents who are persons duly licensed to practice dentistry in the State of Florida.

ARTICLE 4.0 SHARES

The aggregate number of shares which the Professional Corporation is authorized to issue is One Hundred Thousand (100,000) shares of common stock. Such shares shall be of a single class and shall have a par value of \$1.00 per share. The Professional Corporation may not issue any of its capital stock to anyone other than a Professional Corporation, a Professional Limited Liability Company or an individual who is duly licensed or otherwise legally authorized to render the same type of dentistry services for which the Professional Corporation was incorporated.

ARTICLE 5.0 INITIAL REGISTERED OFFICE AND AGENT

The street and mailing address of the initial registered office of the Professional Corporation is 7785 Baymeadows Way, Suite 107, Jacksonville, Florida, 32256, and the name of the initial registered agent at that address is Todd Watson, Attorney at Law.

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ARTICLE 6.0 DIRECTORS

The number of Directors constituting the initial Board of Directors is one (1). The number of Directors may be increased or decreased from time to time in accordance with the Bylaws but shall never be less than one (1). The names and address of the initial Directors of the Professional Corporation is as follows:

Thomas P. O'Connell 1700 Wells Road, Suite 25
Orange Park, Florida 32073

ARTICLE 7.0 THE NAME AND ADDRESS OF EACH INCORPORATOR

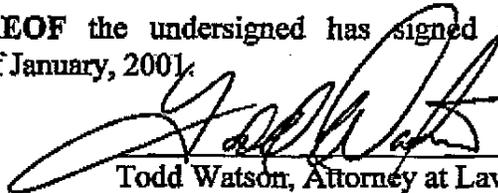
The name and address of the Incorporator is as follows:

Todd Watson, Attorney at Law 7785 Baymeadows Way
Suite 107
Jacksonville, Florida 32256

ARTICLE 8.0 AMENDMENT

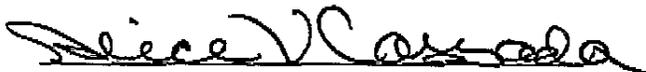
The Professional Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

IN WITNESS WHEREOF the undersigned has signed these Articles of Incorporation on this 31st day of January, 2001.

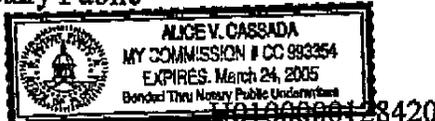

Todd Watson, Attorney at Law

STATE OF FLORIDA
COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this 31st day of January, 2001, by Todd Watson, Attorney at Law, on behalf of the Corporation. He is personally known to me.


Signature of Notary Public

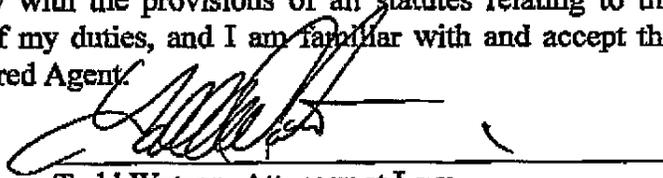
Notary's Seal:



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ACCEPTANCE BY DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

I, the undersigned person, having been named as Registered Agent and to accept service of process for the above-stated Professional Corporation at the place designated in this statement, 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.



Todd Watson, Attorney at Law
Registered Agent

Date: January 31, 2001.

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