

TRANSMITTAL LETTER

Department of State
Division of Corporation
P.O. Box 6327
Tallahassee, Florida 32314

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-01/17/02--01070--001
*****87.50 *****87.50

SUBJECT: Design A Smile, Inc.

Enclosed are an original and one (1) copy of the Articles of Incorporation and a check for:

\$ 87.50 FILING FEE, CERTIFIED COPY & CERTIFICATE OF STATUS

FROM: Ricardo Romay
10340 SW 38th Terrace
Miami, Florida 33165
305-905-3412 Daytime Contact Number

Note: Please see enclosed the original and one copy of the Articles of Incorporation.

R/R
1/24

FILED
02 JAN 17 AM 9:47
SECRETARY OF STATE
TALLAHASSEE FLORIDA

**ARTICLES OF INCORPORATION
OF
DESIGN A SMILE, INC.**

The undersigned incorporator hereby files these Articles of Incorporation in order to form a corporation under the laws of the State of Florida.

ARTICLE I NAME

The name of this corporation is **DESIGN A SMILE, INC.**

ARTICLE II DURATION

The period of its duration is perpetual.

ARTICLE III PURPOSE

The purpose is to engage in any and all lawful activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV CAPITAL STOCK

The authorized capital stock of this corporation shall consist of 1000 shares of common stock with a par value of \$ 1.00 per share. The stock of the corporation shall be issued for such consideration as may be determined by the Board of Directors but not less than par value.

ARTICLE V INITIAL REGISTERED OFFICE & AGENT

The name and street address of the initial registered agent and mailing address of this corporation is as follows:

Ricardo Romay
10340 SW 38th Terrace
Miami, Florida 33165

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ARTICLE VI **INITIAL BOARD OF DIRECTORS**

This corporation shall have 4 directors initially. The number of directors may be either increased or decreased from time to time by an amendment to the by-laws of the corporation in the manner provided by law, but shall never be less than one. The initial directors are:

Ricardo Romay **PRESIDENT**
10340 SW 38th Terrace, Miami, Florida 33165

Ricardo Romay **VICE-PRESIDENT**
10340 SW 38th Terrace, Miami, Florida 33165

Ricardo Romay **SECRETARY**
10340 SW 38th Terrace, Miami, Florida 33165

Ricardo Romay **TREASURER**
10340 SW 38th Terrace, Miami, Florida 33165

ARTICLE VII **PRINCIPAL PLACE OF BUSINESS**

The principal place of business is as follows:

DESIGN A SMILE, Inc.
6437 Bird Road
Miami, Florida 33155

ARTICLE VIII **INCORPORATOR**

The name and address of the Incorporator signing these Articles of Incorporation is:

Ricardo Romay
10340 SW 38th Terrace
Miami, Florida 33165

ARTICLE IX BY-LAWS

The powers to adopt, alter, amend, or repeal the bylaws of this corporation shall be vested in the directors.

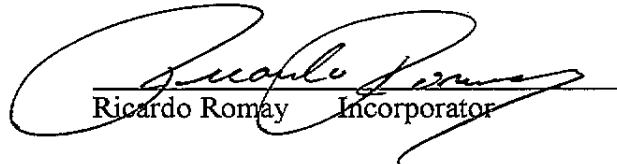
ARTICLE X AMENDMENT OF ARTICLES

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE X SHAREHOLDER'S PREEMPTIVE RIGHTS

The corporation elects to have preemptive rights and such rights shall apply to shares sold for money as well as other than for money.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 16 day of JANUARY, 2002


Ricardo Romay Incorporator

STATE OF FLORIDA)
)
COUNTY OF DADE)

BEFORE ME, the undersigned authority, duly authorized in the State aforesaid and in the County aforesaid to administer oaths and take acknowledgments, personally appeared on the date specified below **Ricardo Romay**, who is personally known to me/produced identification, and who took an oath and executed the following Articles of Incorporation, and he acknowledged before me that he executed the same for the purposes stated therein, and that the facts stated therein are true and correct.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 16th

day of January, 20 01.

Graciela Ramirez
NOTARY PUBLIC, State of Florida

Graciela Ramirez
NOTARY PUBLIC NAME (PRINT)

My commission expires:



Graciela Ramirez
MY COMMISSION # CC838502 EXPIRES
May 18, 2003
BONDED THRU TROY FAIR INSURANCE, INC

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA
STATUTES, THE UNDERSIGNED CORPORATION ORGANIZED UNDER THE
LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT
IN DESIGNATING THE REGISTERED AGENT IN THE STATE OF FLORIDA

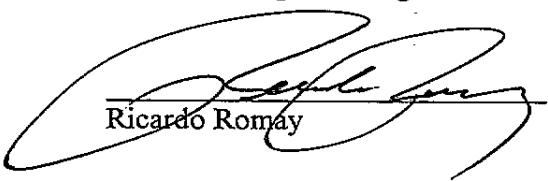
The name of this corporation is:

DESIGN A SMILE, INC.

**The name and address of the
registered agent is:**

Ricardo Romay
10340 SW 38th Terrace
Miami, Florida 33165

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 the 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.


Ricardo Romay

1/16/2002
Date

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TALLAHASSEE FLORIDA