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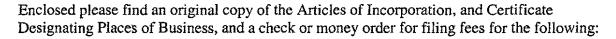


Tools for Change Black Economic Development Coalition, Inc. 6015 N.W. 7th Avenue Miami, FL 33127 305/751-8934

10/31 ,2003

Department of State Division of Corporations Post Office Box 6327 Tallahassee, FL 32314

Dear Sir or Madam:



NO.	Company name	CK/MO#	Amount
1.	MLV Dental Medical Management Co.	lac. 01-587	78.75
2.	0 /	929278	
3.			
4.			
TOTAL			

Please file both the Articles and certificates for the Designation for the corporation and return a filed copy of each document to the following address:

Nicole S. Dandridge, Esq. Tools for Change Black Economic Development Coalition, Inc. 6015 NW 7th Ave. Miami, FL 33127

Please feel free to contact me with any further questions.

Sincerely,

Nicole S. Dandridge Legal Department

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OF

MLV DENTAL MEDICAL MANAGEMENT CO., INC.

The undersigned, incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation:

ARTICLES I: NAME OF THE CORPORATION

The name of the corporation is **MLV DENTAL MEDICAL MANAGEMENT CO.**, **INC.** herein after referred to as the "Corporation".

ARTICLE II: PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the principal office is **995 N. MIAMI BEACH BLVD. N. MIAMI BEACH**, FL. **33162** and mailing address of the Corporation is **10861 SW 156**TH **ST. MIAMI, FL. 33157**.

ARTICLE III: DURATION OF THE CORPORATION

The period of duration of the Corporation shall be perpetual unless dissolved according to law.

ARTICLE IV: PURPOSE OF THE CORPORATION

The purpose for which the Corporation is organized is to engage in any and all lawful business for which corporations may be incorporated under Chapter 607, Florida Statute, as amended.

ARTICLE V: AUTHORIZED SHARES

The Corporation is authorized to issue Five Thousand (5,000) shares of common stock with a par value of \$1.00 per share. All stock shall be of one class. The Board of Directors may authorize the issuance of such stock to such person(s) upon such terms and for such consideration as they may deem appropriate. The consideration may consist of any tangible or intangible property

or benefit to the Corporation, including cash, promissory notes, services performed, promises to perform services evidenced by a written contract, or other securities of the Corporation.

ARTICLE VI: PREEMPTIVE RIGHTS

The Corporation elects to have preemptive rights. Every shareholder, upon the sale for cash of any new or reissued stock of the Corporation, shall have the right to purchase his pro-rata share thereof at the price at which it is offered to others.

ARTICLE VII: INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the Corporation's initial registered office is 995 N. MIAMI BEACH BLVD. N. MIAMI BEACH, FL. 33162; and the registered agent at that office is HOPETON WRIGHT.

ARTICLE VIII: INITIAL BOARD OF DIRECTORS

The Corporation shall have FOUR (4) director(s) constituting the initial Board of Directors. The number of director(s) may be increased or decreased from time to time by the bylaws.

The initial Board of Director(s) of the Corporation shall be comprised of:

MILLICENT WRIGHT 3705 ACAPULCO DRIVE MIRAMAR, FL 33023

LORNA SMITH 10861 SW 156TH ST. MIAMI, FL. 33157

VALLERY MARTIN 16533 NW 21ST ST. PEMBROKE PINES, FL. 33028

> DR. JILLIAN ELLISON 2725 SW 187TH AVENUE MIRAMAR, FL 33029

ARTICLE IX: INCORPORATOR

The incorporators of the Corporation are as follows:

HOPETON WRIGHT 3705 ACAPULCO DRIVE MIRAMAR, FL 33023

IN WITNESS WHEREOF, I, HOPETON WRIGHT, the undersigned incorporator, have
signed these Articles of Incorporation on this 29 day of 0cT , 2003, and
acknowledged the same to be my act.
HOPETON WRIGHT

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

Pursuant to the provisions of Chapters 48.091 and 607.0501 of the Florida Statutes, the

following is submitted, in compliance with said Acts:

First--That MLV DENTAL MEDICAL MANAGEMENT CO., INC., desiring to

organize under the laws of the State of Florida with its principal office, as indicated in the Articles

of Incorporation at City of N. MIAMI BEACH, County of DADE, State of Florida, has named

HOPETON WRIGHT, at 995 N. MIAMI BEACH BLVD. in the City of N. MIAMI BEACH, County

of DADE, State of Florida, as its agent to accept service of process within this state.

-Acceptance of Agent-

ACKNOWLEDGMENT:

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

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

HOPETON WRIGHT

DATE: 10 - 29-

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