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July 25, 2007

HOWARD A. SPIEGEL, ESQ. 1133 LOUISIANA AVE. STE 214 WINTER PARK, FL 32789-2350

SUBJECT: SORRENTO, P.A. Ref. Number: W07000035758

We have received your document for SORRENTO, P.A.. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

The document number of the name conflict is S11789 - SORRENTO, INC...

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6934.

Loria Poole Document Specialist New Filing Section

Letter Number: 607A00046525

Howard A. Speigel, P.A.

ATTORNEY AND COUNSELOR AT LAW

Suite 214
Winter Park, Florida 32789
hspeigel@yahoo.com
(407) 647-5700
FAX (407) 647-8272

August 14, 2000

Loria Poole Document Specialist Florida Dept of State Div of Corp PO Box 6327 Tallahassee, FL 32314

SUBJECT: SORRENTO, P.A. Ref. Number: W07000035758

Dear Ms. Poole:

Enclosed herein please find Articles of Incorporation for **SORRENTO DENTAL**, **P.A.** This takes the place of the prior corporate name Sorrento, P.A.

Please file these documents at your earliest possible convenience.

Very truly yours,

Howard A. Speigeľ

HAS/bah enclosure

ARTICLES OF INCORPORATION OF SORRENTO DENTAL, P.A.



KNOW ALL MEN BY THESE PRESENTS: That the undersigned has executed this document for the purpose of forming a body corporate under and by virtue of the laws of the State of Florida and especially under and by virtue of Chapter 621 under the following Charter:

ARTICLE I: The name of the professional service corporation shall be: SORRENTO DENTAL, P.A.

ARTICLE II: The purposes for which the corporation is formed are:

- a. To engage in and carry on the practice of dentistry under the laws of the State of Florida and specifically Chapter 466, Florida Statutes, through individuals duly authorized to practice dentistry in the state of Florida.
- b. To invest its funds in real estate, mortgages, stocks, and bonds or any other type of investment.
- c. To exercise all powers now granted, or which in the future may be granted, by the statutes of the State of Florida, Chapter 621, or any succeeding statutes, to corporations formed thereunder, subject to any limitation imposed by any provision of any other statute of the State of Florida.
- ARTICLES III: The general powers of this corporation shall include all powers enumerated under Section 621, and where not inconsistent, Chapter 607, both chapters as amended or modified.
- ARTICLES IV: This corporation is authorized to issue 100,000 shares at One Cent (\$.01), par value common stock which shall be designated, "Common Shares".
- ARTICLES V: The corporation shall have perpetual existence unless sooner dissolved according to law.
- ARTICLES VI: The street address, mailing address, registered office and principal office of this corporation is 9913 Springs Lake Drive, Clermont, FI 34711 and the name of the registered agent/incorporator at that address is Jason R. Speigel.
- ARTICLES VII: The business of the corporation shall be conducted and managed by a Board of Directors, consisting of not less than one (1) member, as fixed from time to time by the Bylaws of the corporation. The Board of Directors shall be elected or appointed by the Stockholders, but it shall not be necessary for such directors to be Stockholders of the corporation.

ARTICLES VIII: The names and addresses of the first Board of Directors of this Corporation who shall hold office until their successors have been elected and qualified shall be:

JASON R. SPEIGEL KARIN BODOR

9913 Spring Lake Drive, Clermont, FI 34711 9913 Spring Lake Drive, Clermont, FI 34711

ARTICLES IX: The officers of the corporation shall be elected by the Board of Directors of the corporation at a meeting to be held immediately following each annual meeting of the Stockholders. New offices may be created, and appointments may be made therefore, any office that may become vacant may be filled by the Board at any regular meeting or any special meeting called for that purpose. The duties of the offices of the corporation shall be prescribed by the Bylaws. The officers who shall serve during the first year of existence in the corporation or until their successors are elected and have qualified, are as follows:

OFFICERS

<u>ADDRESS</u>

President:	Karin L Bodor	9913 Spring Lake Drive, Clermont, FL 34711
Secretary:	Jason R Speigel	9913 Spring Lake Drive, Clermont, FL 34711
Treasurer:	Jason R Speigel	9913 Spring Lake Drive, Clermont, FL 34711

ARTICLES X: The names and addresses of the subscribers to the capital stock of the corporation and the number of shares they agree to take are:

NAMES	ADDRESSES	SHARES
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JASON R. SPEIGEL	9913 Spring Lake Drive, Clermont, FI 34711	26,000
KARIN BODOR	9913 Spring Lake Drive, Clermont, Fl 34711	26,000

Shares held by the initial shareholders listed above may not be resold or otherwise transferred to other persons unless such shares are first offered to the remaining shareholders or to this corporation at the price for which they are to be purchased by the other persons.

ARTICLE XI: In furtherance, and not in limitation of the powers conferred by statute, the corporation shall have and may exercise the following powers:

- 1. The corporation shall have the powers, if the Bylaws so provide, to hold meetings, both of stockholders and directors, either within or without the State, as designated by the Board of Directors.
- 2. Meetings of the directors or the stockholders may be held upon such notice thereof as may be set forth in the Bylaws, subject to any statutory restrictions relative thereto, but any requirements as to notice of such meetings that may be set forth in the Bylaws of the corporation shall not prevent, and nothing herein shall be construed as preventing any stockholder or director from waiving notice of any meeting in such manner as may be provided or permitted by the Statutes of the State of Florida and the Bylaws.
- 3. The number of directors of this corporation shall be fixed from time to time by the Bylaws, and may be increased or decreased as shall be provided by the Certificate or any amendment thereto. Any vacancy in the Board, caused by an increase in the number of directors or by death, resignation or other cause, may be filled by the directors in office, by the affirmative vote or a majority thereof, and the person so chosen to fill such vacancy shall hold office until the next meeting of the stockholders and until successors shall have been elected and shall have qualified.

- 4. The corporation, in its Bylaws, may confer upon the directors, powers additional to the foregoing and to the powers and authorities expressly conferred upon them by statute.
- 5. It shall not be necessary for any officer of the corporation, other than the president, to be a director, or for any officer to be a stockholder.
- 6. The annual meeting of the stockholders shall be on such day as may be fixed by the Bylaws and the date of such meeting may be changed from time to time as the Bylaws may provide; and the manner of calling meetings of the stockholders and directors shall be fixed by the Bylaws.
- 7. These Articles may be amended in the manner provided by law. Every amendment shall be approved by the Board, proposed to the stockholders and approved by a majority of the stockholders, unless all the directors and stockholders sign a written statement manifesting their intention that a certain amendment to these Articles may be made.

ARTICLES XII: No contract or other transaction between the corporation or any other firm or corporation shall be affected or invalidated by reason of the fact that any one or more of the directors or officers of this corporation is or are interest in, or is a member, stockholder, director, officer, individually or jointly, may be a party to or may be interested in any contract of transaction of this corporation or in which this corporation or any other person, firm, association or corporation shall be affected or invalidated by reason of the fact that any director or officer of this corporation and each and every person who may become a director or officer of this corporation is hereby relieved from any liability that might otherwise exist from this contracting with this corporation for the benefit of himself or any firm association or corporation in which he may be any way interested.

IN WITNESS WHEREOF, We, the undersigned, being the subscribers to the capital stock and registered agent of SORRENTO PENTAL, P.A. are familiar with and accept the duties and responsibilities as registered agent for said corporation and do hereby make and file this Certificate, hereby declaring that the facts herein stated are true and do hereby agree to take the number of shares of stock hereinbefore set forth and accordingly have hereunto set our hands and seals this day of ______, 2007, in the County of Lake, and the State of Florida.

Registered Agent, Jason R. Speigel

Incorporator, Karin Bodor

Incorporator Jason R. Speigel

STATE OF FLORIDA COUNTY OF LAKE

I HEREBY CERTIFY that on this day personally appeared before me, an officer duly authorized under the laws of the State of Florida to administer oaths and take acknowledgements, JASON R. SPEIGEL, to me well known, and known to me to be the person(s) who subscribed to me and signed the above foregoing Articles of Incorporation, and whose identity was confirmed by:

| Month | Known | And by me first duly sworn, acknowledge that he made and subscribed the above and foregoing Articles for the uses

and purposes therein expressed and that the facts therein stated are truly set forth.

WITNESS my hand and official seal in the County and State last aforesaid this day of July, 2007.

Notary

My Commission Expires:

Barbara A. Holland
My Commission DD263332
Expires February 24, 2008

STATE OF FLORIDA COUNTY OF LAKE

I HEREBY CERTIFY that on this day personally appeared before me, an officer duly authorized under the laws of the State of Florida to administer oaths and take acknowledgements, KARIN BODOR, to me well known, and known to me to be the person(s) who subscribed to me and signed the above foregoing Articles of Incorporation, whose identity was confirmed by:

| Personally appeared before me, an officer duly authorized under the laws of the State of Florida to administer oaths and take acknowledgements, KARIN BODOR, to me well known, and known to me to be the person(s) who subscribed to me and signed the above foregoing Articles of Incorporation, whose identity was confirmed by:

| Acknowledge that she made and subscribed the above and foregoing Articles for the uses and purposes therein expressed and that the facts therein stated are truly set forth.

WITNESS my hand and official seal in the County and State last aforesaid this day of July, 2007.

My Commission Expires:

Notary

Notary Public State of Florida Howard A Spergel My Commission DD677712 Expires 05/23/2011

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