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**FLORIDA PROFIT/NON PROFIT CORPORATION**

**Lyndsay H. McCaslin, D.M.D., P.A.**

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ARTICLES OF INCORPORATION  
OF  
LYNDSAY H. MCCASLIN, D.M.D., P.A.

The undersigned hereby makes, subscribes, acknowledges, and files with the Florida Secretary of State these Articles of Incorporation for the purpose of forming a Professional Service Corporation for profit in accordance with Chapter 621 of the Florida Statutes, and other laws of the State of Florida.

ARTICLE I  
Name

The name of this Corporation is LYNDSAY H. MCCASLIN, D.M.D., P.A.

ARTICLE II  
Purpose

It is intended that this Corporation shall be a Professional Service Corporation governed by the provisions of Chapter 621 of the Florida Statutes. The general nature of the business or businesses to be transacted is as follows:

(a) to transact any lawful business and to exercise all powers granted to corporations by the laws of the State of Florida, including, but not limited to, rendering professional dental services, and to do all things in connection therewith that are customarily done by licensed dentists under laws of the State of Florida. No professional services shall be rendered by this Corporation, except through its officers, employees or agents who are duly certified, registered, licensed, or otherwise legally authorized to render such professional services within the State of Florida; and

(b) to do all and everything necessary and proper for the accomplishment of the objects necessary or incidental to the benefit and protection of the Corporation, and in general, either alone or in association with other corporations, firms, partnerships, or individuals, to carry on any lawful pursuit necessary or incidental to the accomplishment of the purposes or the attainment of the objectives or the furtherance of such purposes or objects of this Corporation.

The foregoing paragraphs shall be construed as enumerating both objects and purposes of this Corporation; and it is hereby expressly provided that the foregoing enumeration of specific purposes shall not be held to limit or restrict in any manner the purposes of this Corporation otherwise permitted by law. The Corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

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**ARTICLE III**  
**Capital Stock**

The authorized capital of the Corporation shall be one thousand (1,000) shares of capital common stock at a par value of \$0.01 per share. This Corporation may not issue any of its capital common 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 specific professional services as those for which the Corporation is incorporated. No shareholder of this Corporation may enter into a voting trust agreement, vesting another person with the authority to exercise the voting power of any or all of that person's stock.

**ARTICLE IV**  
**Disqualification**

If any member, officer, shareholder, agent, or employee of this Corporation who has been rendering professional services to the public becomes legally disqualified to render such professional services within this state, or is otherwise restricted from rendering such professional services or owning stock in this Corporation, that person shall sever all employment with, and financial interests in, this Corporation forthwith.

**ARTICLE V**  
**Restraint on Alienation**

No shareholder of this Corporation may sell or transfer his shares of stock of this Corporation, except to another individual or entity which is eligible to be a shareholder of this Corporation pursuant to Section 621.11 of the Florida Statutes.

**ARTICLE VI**  
**Term of Existence**

This Corporation is to exist perpetually, unless sooner dissolved according to law.

**ARTICLE VII**  
**Principal Place of Business**

The initial street address and mailing address of the principal office of this Corporation is 8942 Tennis Court, New Port Richey, Florida 34655. The Board of Directors may, from time to time, move the principal office to any other address in Florida.

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#### **ARTICLE VIII**

##### **Directors - Initial Board of Directors**

This Corporation shall have one (1) Director initially. The number of Directors may be increased or diminished, from time to time, by by-laws adopted by the shareholders of the Corporation. No person shall serve as a Director of the Corporation unless the person is duly licensed to practice dentistry in the State of Florida. The name and street address of the members of the first Board of Directors are as follows:

Lyndsay H. McCaslin, D.M.D.  
8942 Tennis Court  
New Port Richey, Florida 34655

The name, street address, and position of the initial officers of the Corporation are as follows:

Lyndsay H. McCaslin, D.M.D.  
8942 Tennis Court  
New Port Richey, Florida 34655

President/Secretary/Treasurer

#### **ARTICLE IX**

##### **Incorporator**

The name and address of the person signing these Articles of Incorporation are:

Lyndsay H. McCaslin, D.M.D.  
8942 Tennis Court  
New Port Richey, Florida 34655

#### **ARTICLE X**

##### **Initial Registered Agent and Office**

The name of the initial registered agent of this Corporation is LYNDSAY H. MCCASLIN, D.M.D.. The street address of the initial registered office of this Corporation is 8942 Tennis Court, New Port Richey, Florida 34655.

#### **ARTICLE XI**

##### **Amendment**

These Articles of Incorporation may be amended, altered, or changed at any time, and from time to time, in the manner now or hereafter prescribed by applicable Florida Statutes, and all rights conferred on a shareholder herein are granted subject to this reservation.

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**ARTICLE XII**  
**Corporate By-laws**

The power to adopt by-laws for this Corporation, and to alter, amend, or repeal said by-laws, and to adopt new by-laws shall be vested in the Board of Directors of this Corporation. The by-laws of this Corporation shall be for the government of the Corporation and may contain any provisions or requirements for the management or conduct of the affairs and business of the Corporation, provided the same are not inconsistent with the provisions of the State of Florida or of the United States.

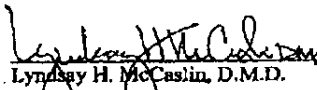
**ARTICLE XIII**  
**Effective Date**

The existence of this Corporation shall commence on the date of filing of these Articles of Incorporation with the Secretary of State.

 (SEAL)  
Lyndsay H. McCaslin, D.M.D.  
"Incorporator"

**REGISTERED AGENT'S ACCEPTANCE**

Having been named as Registered Agent to accept service of process for the above stated Corporation at the place designated in these Articles of Incorporation, the undersigned, by execution hereof, hereby accepts all of the duties and responsibilities of a Registered Agent for LYNDsay H. MCCASLIN, D.M.D., P.A. in accordance with Florida Statutes Section 607.0501 (made applicable to Chapter 621 of the Florida Statutes by Section 621.13 of the Florida Statutes).

 (SEAL)  
Lyndsay H. McCaslin, D.M.D.  
"Registered Agent"

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