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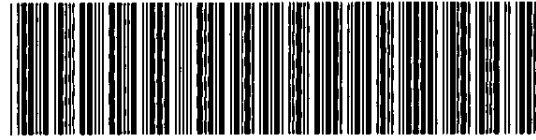
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DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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Inc.

1. ANDREW M. NAUROCKI, DMD, MS, P.A.  
(CORPORATE NAME AND DOCUMENT #)
2. \_\_\_\_\_  
(CORPORATE NAME AND DOCUMENT #)
3. \_\_\_\_\_  
(CORPORATE NAME AND DOCUMENT #)
4. \_\_\_\_\_  
(CORPORATE NAME AND DOCUMENT #)
5. \_\_\_\_\_  
(CORPORATE NAME AND DOCUMENT #)
5. \_\_\_\_\_  
(CORPORATE NAME AND DOCUMENT #)

SPECIAL INSTRUCTIONS: \_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

**ARTICLES OF INCORPORATION**  
**OF**  
**ANDREW M. NAWROCKI, DMD, MS, P.A.**

FILED  
12 MAY 11 PM 4: 05  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I**  
**NAME**

The name of this corporation is ANDREW M. NAWROCKI, DMD, MS, P.A.

**ARTICLE II**  
**PERPETUAL EXISTANCE**

This corporation shall have perpetual existence commencing upon the filing of these Articles of Incorporation by the Department of State.

**ARTICLE III**  
**NATURE OF BUSINESS**

The general nature of the business to be transacted by this corporation is to practice medicine generally, and Dentistry specifically, and perform all services related thereto, and to engage in any lawful act or activity for which corporations may be organized under the laws of the State of Florida.

**ARTICLE IV**  
**RETIREMENT PLANS AND OTHER BENEFITS**

The corporation reserves the right to enter into a Retirement Plan that would be acceptable to the employees of this corporation. The corporation also reserves the right to enter into any Cafeteria Plans that may provide benefits to the employees of the corporation.

**ARTICLE V**  
**CAPITAL STOCK**

The corporation is authorized to issue 7,500 shares of common stock having a par value of \$1.00 per share.

**ARTICLE VI**  
**VOTING RIGHTS**

Except as otherwise provided by law, the entire voting power for the election of Directors, and for all other purposes, shall be vested exclusively in the holders of the outstanding common shares of the Corporation.

**ARTICLE VII**  
**PREEMPTIVE RIGHTS**

Every Shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE VIII**  
**INITIAL REGISTERED OFFICE AND AGENT**

The name and address of the initial registered agent is Richard O. Jones located at 1600 Sarno Road – Suite 11, Melbourne, FL 32935 and the principal address of this corporation is 335 NE 2<sup>nd</sup> Avenue, Gainesville, FL 32601.

**ARTICLE IX**  
**INITIAL BOARD OF DIRECTORS**

This corporation shall have one (1) Director initially. The number of Directors may either be increased or diminished from time to time by the By-Laws, but shall never be less than one. The name and address of the initial Director of this corporation is:

<b><u>NAME</u></b>	<b><u>ADDRESS</u></b>
Andrew M. Nawrocki, DMD, MS	1450 N. Atlantic Avenue Daytona Beach, FL 32118

**ARTICLE X**  
**INCORPORATORS**

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

<b><u>NAME</u></b>	<b><u>ADDRESS</u></b>
Andrew M. Nawrocki, DMD, MS	1450 N. Atlantic Avenue Daytona Beach, FL 32118

**ARTICLE XI**  
**BY-LAWS**

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the Shareholders.

**ARTICLE XII**  
**APPROVAL OF SHAREHOLDERS REQUIRED FOR MERGER**

The approval of the Shareholders of this corporation to any plan of merger shall be required in every case, whether or not such approval is required by law.

**ARTICLE XIII**  
**COMPENSATION OF DIRECTORS**

The Shareholders of this corporation shall have the exclusive authority to fix the compensation of the Officers and Directors of this corporation.

**ARTICLE XIV**  
**INDEMNIFICATION**

This corporation shall, to the fullest extent permitted by Florida Statutes section 607.014, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said section from and against any and all of the expenses, liabilities or other matters referred to in, or covered by said section, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any By-Law, agreement, vote of Stockholders or disinterested Directors or otherwise, both as to action in his official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a Director, Officer, Employee or Agent and shall insure to the benefit of the heirs, executors and administrators of any such person.


**ARTICLE XV**  
**AMENDMENT**

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

**ARTICLE XVI**  
**I.R.C. SECTION 1245 STOCK**

It is the intent of the Incorporator to qualify the shares issued hereunder as "Section 1244 Stock" pursuant to Section 1244 of the Internal Revenue Code of 1986, as amended.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation on this the 10 day of May, 2012.

  
\_\_\_\_\_  
ANDREW M. NAWROCKI, DMD, MS  
INCORPORATOR

STATE OF FLORIDA

COUNTY OF Alachua

BEFORE ME, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared Andrew M. Nawrocki, to me personally known (or, produced the following identification FDL # NU20-013.81-425-6) to be the person who executed the foregoing Articles of Incorporation and has acknowledged before me that being first duly sworn and being fully informed of the contents thereof, he voluntarily executed said Articles of Incorporation on the day the same bears date.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal, in the State and County aforesaid this 10 day of May, 2012.

Brenda Breeding

Notary Public, State of Florida

My commission Expires:



**CONSENT TO APPOINTMENT BY REGISTERED AGENT**

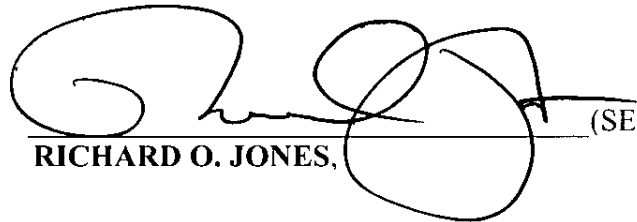
Having been named in Article VIII of the foregoing Articles of Incorporation to accept service of process for the above stated corporation, at the place designated in the foregoing Articles of Incorporation, I hereby accept said appointment and agree to act in this capacity and agree to comply with the provisions of Chapter 48.091, Florida Statutes, relative to keeping open said business.

The location of the registered office of said corporation is 1600 Sarno Road – Suite 11, Melbourne, FL 32935.


IN WITNESS WHEREOF, the name and seal of said resident agent is hereby affixed at Melbourne, Brevard County, Florida, this 9<sup>th</sup> day of May, 2012.

I know and understand the duties and responsibilities of a Registered Agent as set forth in Florida Statutes, §§ 608.401 to 608.471, and I hereby accept those duties and responsibilities.

Dated this 9<sup>th</sup> day of May, 2012.

  
\_\_\_\_\_  
RICHARD O. JONES, (SEAL)

Subscribed and sworn to before me  
This 9<sup>th</sup> day of May, 2012

  
\_\_\_\_\_  
Notary Public  
My commission expires: 9-17-2012



Carol DeStasio  
Comm. # DD823935  
Notary Public State of Florida  
Commission Expires: September 17, 2012

FILED  
12 MAY 11 PM 4: 05  
SECRETARY OF STATE  
TALLAHASSEE, FL 32399