

P9500000688

PROTECTIVE LIFE CORPORATION

Mary McGowan
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FILED
JAN 3 1995
TALLAHASSEE, FLORIDA

December 30, 1994

VIA EXPRESS MAIL

Florida Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

RE: Articles of Incorporation

To Whom It May Concern:

Enclosed, please find the original and one copy of the following Florida corporation:

ProDental, Inc.

Also enclosed are filing fees in the amount of \$70.00 for incorporation, as well as, an additional fee of \$52.50 for one certified copy of the Articles upon incorporation. Our understanding is that your Department does not provide expeditious filing of corporate documentation. However, we would appreciate your prompt attention to this matter. Please provide us at your earliest convenience with a stamped copy of the Articles, as well as, a certified copy to my attention at the above address.

Sincerely,

Mary McGowan
Mary McGowan

enclosures

cc: John Wright
17125

1/14/95
[Signature]

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STATE OF FLORIDA
ARTICLES OF INCORPORATION
OF
PRODENTAL, INC.

FIRST: The corporate name that satisfies the requirements of Section 607.0401 is:

ProDental, Inc.

SECOND: The street address of the initial principal office is: % C T Corporation System, 1200 South Pine Island Road, City of Plantation, Florida.

The mailing address of the corporation is: 2801 Highway 280 South, Birmingham, AL 35223.

THIRD: The number of shares the Corporation is authorized to issue is: 100,000 shares of common stock of the par value of \$0.01 per share. All shares have unlimited voting rights and, together, are entitled to receive the net assets of the Corporation upon dissolution.

FOURTH: The purpose for which the Corporation is organized is the transaction of any or all lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

FIFTH: The bylaws of the Corporation shall contain provisions for the regulation of the internal affairs of the Corporation not inconsistent with any provisions of the Articles of Incorporation, and not inconsistent with the laws of the State of Florida.

SIXTH: The street address of the initial registered office of the Corporation is % C T Corporation System, 1200 South Pine Island road, City of Plantation, Florida 33324, and the name of its initial registered agent at such address is C T Corporation System.

SEVENTH: The number of directors constituting the initial board of directors of the corporation is two, and the names and addresses of the persons who are to serve as directors until the first meeting of shareholders or until their successors are elected and shall qualify are:

John K. Wright
2801 Highway 280 South
Birmingham, Alabama 35223

Deborah J. Long
2801 Highway 280 South
Birmingham, Alabama 35223

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EIGHTH: The name and address of the incorporator is:

Protective Life Corporation
2801 Highway 280 South
Birmingham, Alabama 35223

The undersigned has executed these Articles of Incorporation this 28th day of December, 1994.

PROTECTIVE LIFE CORPORATION

By: Drayton Nabers, Jr.
Drayton Nabers, Jr.
Its President

Acceptance by the Registered Agent as required in Section 607.0501 (3)
F.S.: C T Corporation System is familiar with and accepts the obligations
provided for in Section 607.0505.

C T CORPORATION SYSTEM

Dated December 29, 1994.

By: Robert D. Fischer

Robert D. Fischer
(Type Name of Officer)
Assistant Secretary

(Title of Officer)



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

P95000000688

ARTICLES OF MERGER
Merger Sheet

MERGING:

PRODENTAL, INC., a Florida corporation, P95000000688

INTO

NATIONAL HEALTH CARE SYSTEMS OF FLORIDA, INC., a Florida
corporation, 479376

File date: March 20, 1995

Corporate Specialist: Joy Moon-French

Account number: 072100000032

Account charged: 122.50

Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314