

1204 HAYS STREET  
TALLAHASSEE, FL 32304  
904-222-9171  
904-222-0393 FAX

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ACCOUNT NO. : *P2100000032*

REFERENCE : *Patricia P. 589624-9046A*

AUTHORIZATION :

COST LIMIT : 9 122.50

ORDER DATE : May 2, 1995

ORDER TIME : 11:18 AM

ORDER NO. : 589624

CUSTOMER NO: 9046A

CUSTOMER: Ms. Katy Arrowood  
FOX AND FOX, P.A.

Suite 3  
2380 Drew Street  
Clearwater, FL 34625

600001471336

DOMESTIC FILING

NAME: PARAGON DENTAL DISTRIBUTION,  
INC.

XXX ARTICLES OF INCORPORATION  
\_\_\_ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXX CERTIFIED COPY  
\_\_\_ PLAIN STAMPED COPY  
\_\_\_ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Danny G. Smith

EXAMINER'S INITIALS: T. BROWN MAY - 3 1995

FILED  
95 MAY 3 PM 3:27  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE  
Sandra E. Mortham  
Secretary of State

May 3, 1995

CSC NETWORKS  
1201 HAYS STREET  
TALLAHASSEE, FL 32301

SUBJECT: PARAGON DENTAL DISTRIBUTION, INC.  
Ref. Number: W9500009303

We have received your document for PARAGON DENTAL DISTRIBUTION, INC. and your check(s) totaling \$. However, the enclosed document has not been filed and is being returned for the following correction(s):

The person designated as registered agent in the document and the person signing as registered agent must be the same.

Please return 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 (904) 487-6932.

Teresa Brown  
Corporate Specialist

Letter Number: 395A00021321

ARTICLES OF INCORPORATION  
OF  
PARAGON DENTAL DISTRIBUTION, INC.

FILED  
95 MAY -3 PM 3:29  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

PARAGON DENTAL DISTRIBUTION, INC.

The address of the principal office of this corporation shall be 801 West Bay Drive, Suite 510, Largo, Florida 34640, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 7,000 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 2380 Drew Street, Suite 3, Clearwater, Florida 34625, and the name of the initial registered agent of the corporation at that address is Gregory A. Fox.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two Directors, initially. The names and addresses of the initial members of the Board of Directors are:

James W. Macherey Dir.	801 West Bay Drive, Suite 510 Largo, Florida 34640
Sigrid Krause-Macherey Dir.	Same

#### ARTICLE VII. OFFICERS

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

James W. Macherey	801 West Bay Drive, Suite 510
Pres.	Largo, Florida 34640

Sigrid Krause-Macherey	Same
Sec./Treas.	

#### ARTICLE VIII. SPECIAL PROVISION

This corporation shall be organized to comply with the provisions of Subchapter S of the Internal Revenue code, 26 U.S.C. 1361 et. seq., and shall take all actions necessary to obtain and maintain its status as an S corporation as defined therein.

#### ARTICLE IX. INCORPORATOR


The name and street address of the incorporator to these Articles of Incorporation:

Corporation Information Services, Inc.  
1201 Hays Street  
Tallahassee, Florida 32301

FILED  
95 MAY -3 PM 3:29  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, the undersigned agent of  
Corporation Information Services, Inc., has hereunto set  
their hand and seal of Corporation Information Services,  
Inc., on May 2, 1995.

CORPORATION INFORMATION SERVICES, INC.

By:   
Its Agent, Gail Shelby

REGISTERED AND RESIDENT AGENT CERTIFICATE  
OF

PARAGON DENTAL DISTRIBUTION, INC.

FILED  
95 MAY -3 PM 3:34  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

In pursuance of Chapter 607.0501 and 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

That the above-named Corporation desiring to organize under the Laws of the State of Florida with its principal office as indicated in the Articles of Incorporation and shown below has named the undersigned as its agent to accept service of process within this state at the address set forth below.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated Corporation, at place designated in this Certificate, I hereby accept to act in the capacity, and agree to comply with the provision of said act relative to keeping open said office.

Gregory A. Fox  
Gregory A. Fox  
Registered and Resident Agent

Date: May 2, 1995

Registered and Resident Agent's Information:

Street Address	2380 Drew Street, Suite 3
County	Pinellas
City/State	Clearwater, Florida 34625
Mailing Address:	P. O. Box 5047
	Clearwater, Florida 34618

PARAGON

Distribution, Inc.

P95000034625

Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

6/13/95

Dear Sir(s):

This letter is to inform your office of a change of address for Paragon Dental Distribution, Inc. (EIN # 59-331 4780). Enclosed please find a check in the amount of \$35.00 as required for this change. The old address (801 W. Bay Drive, Suite 510 - Largo, FL 34640) is no longer used in any capacity by Paragon Dental. - returned the check

The new address is as follows:

Paragon Dental Distribution, Inc.  
1059 Broadway, Suite D  
Dunedin, Florida 34698

The telephone number is different as well; the new number is: (813) 733-7911. Feel free to call me anytime Monday through Friday, 7:30am - 5:00pm if you have any questions or concerns. Thank You in advance for your prompt attention in this matter.

Sincerely,



Jim Macherey,  
President

cc: Fox & Fox, PA  
Files

Jim  
6-16-95