

P95000037280

TRANSMITTAL LETTER

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

500001467875  
-04/28/95--01030--011  
\*\*\*\*131.25 \*\*\*\*131.25

SUBJECT: Advanced Medical Services, Inc.  
(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check  
for :

☐ \$70.00  
Filing Fee

☐ \$78.75  
Filing Fee  
& Certificate

☐ \$122.50  
Filing Fee  
& Certified Copy

☒ \$131.25  
Filing Fee,  
Certified Copy  
& Certificate

Additional Copy Required

FROM: Vickie L. Gingle  
Name (printed or typed)

5226 West Shore Drive  
Address

New Port Richey, Florida 34652  
City, State & Zip

(813) 847-1040  
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

May 3, 1995

VICKIE L. GINGLE  
5226 WEST SHORE DR.  
NEW PORT RICHEY, FL 34652

SUBJECT: ADVANCED MEDICAL SERVICES, INC.  
Ref. Number: W95000009352

We have received your document for ADVANCED MEDICAL SERVICES, INC. and your check(s) totaling \$131.25. However, the enclosed document has not been filed and is being returned for the following correction(s):

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. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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) 487-6924.

Sharon Tala  
Document Specialist Supervisor

Letter Number: 295A00021421

## **ARTICLES OF INCORPORATION**

*The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.*

### **ARTICLE I    NAME**

The name of the corporation shall be:

**XXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXX**  
MedDent Management Services, Inc.

### **ARTICLE II    PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be:

5226 West Shore Drive  
New Port Richey, Florida 34652

### **ARTICLE III    SHARES**

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

1,000 voting common stock shares

### **ARTICLE IV    INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and address of the initial registered agent is:

Dr. Oscar Hausdorff  
2501 Pinebrook Hollow  
Sarasota, Florida 34235

**ARTICLE V INCORPORATOR(S)**

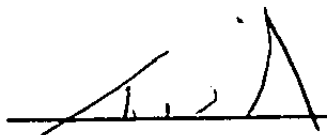

The name(s) and street address(es) of the Incorporator(s) to these Articles of Incorporation is(are):

Terry D. Gingle  
5226 West Shore Drive  
New Port Richey, Fl. 34652

Dr. Oscar L. Hausdorff  
2501 Pinebrook Hollow  
Sarasota, Fl. 34235

The undersigned Incorporator(s) has(have) executed these Articles of Incorporation this

25th day of April, 1995.

  
\_\_\_\_\_  
Signature  
  
\_\_\_\_\_  
Signature  
\_\_\_\_\_  
Signature

Articles of Incorporation  
Filing Fee - \$35

## CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: MedDent Management Services, Inc.  
~~Advanced Medical Services, Inc.~~

2. The name and address of the registered agent and office is:

Dr. Oscar L. Hausdorff  
(Name)

2501 Pinebrook Hollow  
(P.O. Box or Mail Drop Box **NOT** acceptable)

Sarasota, Florida 34235  
(City/State/Zip)

*Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*

  
(Signature)

April 25, 1995  
(Date)

P95000037280

File Edit Services Terminal Emulation  
((H96000008100)) Terminal Special CONNECTED 0:03:26  
ELECTRONIC FILING COVER SHEET  
TO: DIVISION OF CORPORATIONS FROM: TESCHER, LIPPMAN, VALINSKY & KAIN  
DEPARTMENT OF STATE ONE FINANCIAL PLAZA  
STATE OF FLORIDA SUITE 2308  
409 EAST GAINES STREET FT. LAUDERDALE FL 33394-0000  
TALLAHASSEE, FL 32399 CONTACT: PATRICIA FOX-BUTLER  
FAX: (904) 922-4000 PHONE: (305) 467-1964  
FAX: (305) 467-2264

((H96000008100)) DOCUMENT TYPE: BASIC AMENDMENT  
NAME: MEDDENT MANAGEMENT SERVICES, INC.  
FAX AUDIT NUMBER: H96000008100 CURRENT STATUS: REQUESTED  
DATE REQUESTED: 06/10/1996 TIME REQUESTED: 14:22:46  
CERTIFIED COPIES: 1 CERTIFICATE OF STATUS: 0  
NUMBER OF PAGES: 2 METHOD OF DELIVERY: FAX  
ESTIMATED CHARGE: \$87.50 ACCOUNT NUMBER: 072164000350

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((H96000008100))

\*\* ENTER 'M' FOR MENU. \*\*

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F1=Help F10=Menu bar F5=Logging [OFF] F6=Printer [ON]

00500, 00135, 00671

Correspondence - medd  
Lunde

FILED  
96 JUN 12 PM 2:57  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

DIVISION OF CORPORATIONS

96 JUN 10 PM 3:15

RECEIVED



**FLORIDA DEPARTMENT OF STATE**  
Sandra H. Matheson  
Secretary of State

June 10, 1996

**MEDDENT MANAGEMENT SERVICES, INC.**  
8226 WEST SHORE DRIVE  
NEW POST RICHY, FL 34682

**SUBJECT: MEDDENT MANAGEMENT SERVICES, INC.**  
**REF: F95000037280**

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

The document is illegible and not acceptable for microfilming.

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 (804) 487-6902.

Linda Stitt  
Corporate Specialist

FAX Aud. #: H96000000100  
Letter Number: 794A00028861

IN-10-08 04:51PM P001 #41

96 JUN 12 AM 11:47

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

R-03X

06-10-96 04:51PM P001 #41

Jun 12 '96 12:10 No.006 P.02

TEL: 305-467-2264

KTLVK

**ARTICLES OF AMENDMENT  
TO THE  
ARTICLES OF INCORPORATION  
OF  
MEDDENT MANAGEMENT SERVICES, INC.**

**FILED**  
96 JUN 12 PM 2:57  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The Articles of Incorporation of MedDent Management Services, Inc., a Florida corporation (the "Corporation"), are hereby amended as follows:

Article III is deleted in its entirety and substituted by the following:

**ARTICLE III**

The maximum number of shares of stock that this Corporation shall be authorized to issue and have outstanding at any one time shall be 25,000,000 shares, which are to be divided into two classes as follows:

20,000,000 shares of common stock, per value \$.0001 per share; and

5,000,000 shares of preferred stock, per value \$.0001 per share.

The preferred stock may be created and issued, from time to time, in one or more series and with such designations, rights, preferences, privileges and restrictions as shall be stated and expressed in the resolution or resolutions providing for the creation and issuance of such preferred stock as may be adopted from time to time in the sole discretion of the Board of Directors pursuant to the authority in this paragraph given.

The Articles of Incorporation are further amended to add the following:

Fax Audit No. H96000008100  
Prepared by: Kipnis Teecher Lippman Valinsky & Kain  
One Financial Plaza, Suite 2308  
Ft. Lauderdale, FL 33394  
(954) 467-1964  
Jay Valinsky, Esq. FL Bar No. 625019



**ARTICLE VI**

**INDEMNIFICATION**

This Corporation shall indemnify any director, officer, employee or agent of the Corporation to the fullest extent permitted by Florida law.

**ARTICLE VII**

**AFFILIATED TRANSACTIONS**

This Corporation expressly elects not to be governed by Section 607.0901 of the Florida Business Corporation Act, as amended from time to time, relating to affiliated transactions.

**ARTICLE VIII**

**CONTROL SHARE ACQUISITIONS**

This Corporation expressly elects not to be governed by Section 607.0902 of the Florida Business Corporation Act, as amended from time to time, relating to control share acquisitions.

The foregoing was adopted by the written consent of the Directors and all of the shareholders of the Corporation pursuant to Sections 607.0821 and 607.0704, Florida Statutes as of May 6, 1996. The number of votes cast for the amendment by the shareholders was sufficient for approval.

Dated May 29, 1996.

  
Terry Gingle, President

Fax Audit No. H96000008100

Prepared by: Kipnis Tescher Lippman Valinsky & Kain  
One Financial Plaza, Suite 2308  
Ft. Lauderdale, FL 33394  
(954) 467-1964  
Jay Valinsky, Esq. EL Bar No. 625019