

150005798/

JOHN'S TAX & BUSINESS SERVICES, INC.
734 Northwest 141ST STREET
MIAMI, FLORIDA 33168

700001528097
-06/30/95--01033--019
*****78.75 *****78.75

State of Florida
Division of Corporations
PO Box 6327
Tallahassee, Florida 32314

Re: New corporation

Gentlemen:

Enclosed are the Articles of Incorporation for:

ORATECH, INC.

A check in the amount of \$78.75 is enclosed for:

- 1. Filing fees
- 2. Resident Agent Registration
- 3. Certificate of Status

Please process. If you have any questions, please do not hesitate to phone.

Sincerely yours,

Beverly L. Abner

Beverly L. Abner
Managing Agent

BLA:ba
Enclosures

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
JUN 25 AM 9:24

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00612
00634
00671

Amflict
893-67370

7/5/95
~~005-13578~~

JA



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 5, 1995

BEVERLYL. ABNER
734 NORTHWEST 141ST STREET
MIAMI, FL 33168

SUBJECT: ORATECH, INC.
Ref. Number: W95000013518

We have received your document for ORATECH, INC. and check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The registered agent and registered office listed in your articles of incorporation must be consistent throughout the document.

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

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) 487-6878.

Terri Buckley
Corporate Specialist

Letter Number: 395A00032531

Confidential
4/3-67370



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 5, 1995

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734 NORTHWEST 141ST STREET
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✓ Terri Buckley
Corporate Specialist

Letter Number: 395A00032531

ARTICLES OF INCORPORATION
OF
ORADENT, INC.

The undersigned for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation.

RECORDED
IN THE
OFFICE OF THE
CLERK OF THE
COURT
JAN 25 1978
TALLAHASSEE, FLORIDA

ARTICLE I
NAME

The name of the corporation is: ORADENT, INC.

ARTICLE II
COMMENCEMENT AND DURATION

This corporation shall commence business on filing of these Articles. Its existence shall be perpetual.

ARTICLE III
PURPOSE

This corporation may transact any and all lawful business for which corporations may be incorporated under the Florida Corporation Act. The principal business activity shall be operation of a dental laboratory.

ARTICLE IV
CAPITAL STOCK

The aggregate number of shares which the corporation is authorized to issue is One hundred shares. Such shares shall be of a single class of common stock and shall have a value of One Dollar (\$1.00) per share.

ARTICLE V

PREEMPTIVE RIGHTS

Each Stockholder of the corporation shall have the right to purchase or subscribe for, at the par value thereof, a prorata portion of:

1. Any stock of any class that the corporation may issue or sell, whether or not exchangeable for any stock of the corporation of any class or classes, and whether or not of unissued shares authorized by the Articles of Incorporation as originally filed, or by any Amendment thereof or out of shares of the corporation acquired by it after the issuance thereof, and whether issued for cash, labor done, personal property, or real property or leases thereof; or,

2. Any obligation that the corporation may issue or sell which is convertible into or exchangeable for any stock of the corporation of any class or classes, or to which is attached or pertinent, any warrant or warrants or other instruments conferring on the holder the right to subscribe for or purchase from the corporation any shares of its stock of any class or classes.

ARTICLE VI MANAGEMENT

This corporation shall have no Board of Directors, and all of the corporate powers shall be exercised by, and the business affairs of the corporation shall be managed under the direction of the Stockholders.

ARTICLE VII SPECIAL STOCKHOLDERS MEETINGS- CALL

Special meeting of the Stockholders may be called at any time for any purpose by an officer of the corporation or the holders of twenty (20%) percent of all outstanding shares.

ARTICLE VIII STOCKHOLDERS RIGHTS & RESERVATION OF POWER TO ADOPT, AMEND, AND REPEAL BY-LAWS

The power to make, alter or amend and repeal the By-Laws of the corporation shall be reserved to the Stockholders of the corporation.

ARTICLE IX

STOCK TRANSFERS- CORPORATIONS RIGHT OF FIRST REFUSAL

No Stockholder shall have the right to sell, assign, pledge, encumber, transfer or otherwise dispose of any of the shares of the corporation without first offering such shares for sale to the corporation at the net asset value thereof. Such offer shall be in writing, signed by the Stockholder; shall be sent via Registered or Certified mail to the corporation at its principal place of business; and shall remain open for acceptance by the corporation for a period of ninety (90) days from the date of mailing. If the corporation fails or refuses within such period to make satisfactory arrangements for the purchase of such shares, the Stockholder shall have the right to dispose of his shares as he may see fit.

On the death of any Stockholder, the corporation shall have the right to purchase all shares owned by such Stockholder immediately prior to his death on the terms set forth above, and this provision shall be binding on the Executor, Administrator, or the Personal Representative of each Stockholder. Each share certificate issued by the corporation shall have printed or stamped thereon the following legend:

"These shares are held subject to certain transfer restrictions imposed by the Articles of Incorporation of the corporation. A copy of such Articles is on file at the principal office of the corporation."

ARTICLE X

REGISTERED AGENT\ REGISTERED OFFICE

The street address of the initial principal office of the corporation is

18061 Northwest 27th Avenue
North Miami Beach, Florida 33054

The mailing address of the Registered Agent is:

George Phen
8333 Northwest 197th Street
Miami, Florida 33015

. The Registered Agent at such address is George Phen.

ARTICLE XI

INCORPORATORS

The name and address of the incorporators :

George Phen
8333 Northwest 197th Street
Miami, Florida 33015

George Phen
(Signature)

(Signature)

RECORDED
JUL 25 11:02 AM
MILLER COUNTY, FLORIDA

STATE OF FLORIDA
COUNTY OF DADE

Before me, the undersigned authority, on this _____ day of _____, 199__
personally appeared George Phen, to me known to be the persons described in and who signed
the foregoing Articles of Incorporation and they acknowledged to me that they executed the
same freely and voluntarily for the uses and purposes expressed therein.

Witness my hand and official seal the day and year first above first written.

My commission expires: _____ (seal)

Beverly L. Abner

Beverly Abner
Notary Public, State of Florida

OFFICIAL NOTARY SEAL
BEVERLY L. ABNER
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC417405
MY COMMISSION EXP. NOV. 28, 1998

STATEMENT OF REGISTERED AGENT

I, George Phen, accept the office of Registered Agent. I am located at
8333 Northwest 197th Street, Miami, Florida 33015.

My mailing address is: 8333 Northwest 197th Street, Florida 33015

George Phen
(Signature)

Sworn to and subscribed before me

this 14 day of JULY, 1995

Beverly L. Abner

Notary Public, State of Florida

My commission expires:

(seal)

OFFICIAL NOTARY SEAL
BEVERLY L. ABNER
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC417405
MY COMMISSION EXP. NOV. 28, 1998

P.95000057981

FROM,
GEORGE PHEN,
ORADENT INC
CORP No 1 P95000057981
ADD - 8333, NW 197 St,
MIAMI, FL 33015

100001301621
-07/23/96--01055--009
*****35.00 *****35.00

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____ (Corporation Name) _____ (Document #)
2. _____ (Corporation Name) _____ (Document #)
3. _____ (Corporation Name) _____ (Document #)
4. _____ (Corporation Name) _____ (Document #)

FILED
96 JUL 22 AM 9:45
SECRETARY OF STATE
TALLAHASSEE FLORIDA

- Walk in Pick up time _____ Certified Copy
 Mail out Will wait Photocopy Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Uolds

VS JUL 30 1996

ARTICLES OF DISSOLUTION

FILED

96 JUL 22 AM 9:45

SECRETARY OF STATE
TALLAHASSEE FLORIDA

Pursuant to 607.1401, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

FIRST: The name of the corporation is: ORADENT INC

SECOND: The articles of incorporation were filed on: July 25, 1995

THIRD: (CHECK ONE)

- None of the corporation's shares have been issued.
- The corporation has not commenced business.

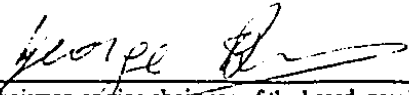
FOURTH: No debt of the corporation remains unpaid.

FIFTH: The net assets of the corporation remaining after winding up have been distributed to the shareholders, if shares were issued.

SIXTH: Adoption of Dissolution (CHECK ONE)

- A majority of the incorporators authorized the dissolution.
- A majority of the directors authorized the dissolution.

Signed this 18 day of JULY, 19 96

Signature 
(By the chairman or vice chairman of the board, president, or other officer - if there are no officers or directors, by an incorporator.)

GEORGE PHEN
(Typed or printed name)

PRESIDENT
(Title)