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Attorney at Law

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TAMPA, FLORIDA 33606
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IN REPLY REFER TO:

March 10, 1996

81300001741818
-03/13/96--01007--013
***\$122.50 ***\$122.50

Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

RE: James B. Hodge III, D.D.S., P.A.

Dear Sir/Madam:

Enclosed please find the following items in connection with the filing of the Articles of Incorporation of the above-referenced corporation to be effective on March 15, 1996.

1. Original and one copy of the Articles of Incorporation
2. Certificate Designating Registered Agent
3. Check in the amount of \$122.50 to cover the following costs:

a.	Filing fee	\$35.00
b.	Registered Agent Fee	35.00
c.	Certified copy	52.50

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Once the filing is completed, please forward a certified copy of the Articles of Incorporation to the undersigned.

Thank you for your assistance in this matter.

Sincerely yours,

Philip R. Lazzara
PHILIP R. LAZZARA

PRL/lsh

Enclosures

c James B. Hodge III, D.D.S.

WFO - 5750
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3/18/96
(16)



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 18, 1996

PHILIP R. LAZZARA, PA
307 SOUTH BLVD. STE D
TAMPA, FL 33606

We have received your document for JAMES B. HODGE III, D.D.S., P.A. .
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.

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: 296A00012088

**ARTICLES OF INCORPORATION
FOR PROFESSIONAL CORPORATION
(FS § 607.0202 and Chapter 621)**

The undersigned natural person, competent and licensed to practice law in the State of Florida, acting hereby as Incorporator for the purpose of forming a Professional Service Corporation for profit under the provisions of Section 607, Florida Business Corporation Act, and Section 621, Florida Professional Service Corporation Act, of the Florida Statutes, does hereby adopt the following Articles of Incorporation:

I

Name of Corporation, Principal Office and Mailing Address

The name of the corporation shall be James B. Hodge III, D.D.S., P.A.

The principal office of this corporation shall be 1500 South Church Street, Suite D, Tampa, Florida 33629.

The mailing address of this corporation shall be the same.

II

Purposes

The general nature and purposes of business to be transacted, promoted and carried on by the corporation are as follows:

- a. To engage in every aspect in the practice of orthodontic dentistry, and all its fields of specializations, as are engaged in by orthodontists.
- b. To engage and render the professional services involved only through its officers, agents and employees who shall be orthodontists in good standing and duly licensed or otherwise legally authorized within the State of Florida to render the same professional service as this corporation.
- c. To invest its funds in real estate, mortgages, stocks, bonds and any other type of investments permitted by law.
- d. To engage in no other business other than the rendition of the professional services specified herein.
- e. To do everything necessary and proper in accomplishing the purposes herein set forth and to do anything incidental thereto which is not forbidden under the laws of the State of Florida.

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TALLAHASSEE, FLORIDA

III
Capital Stock

a. The maximum number of share of stock that the corporation is authorized to have outstanding at any time shall be one hundred (100) shares of common stock at one dollar (\$1.00) per share par value.

b. The consideration to be paid for each share shall be payable in lawful money or property, labor or services.

c. Shares of the corporation's stock and certificates shall be issued only to orthodontists in good standing and duly licensed or otherwise legally authorized within the State of Florida to render the same professional services as this corporation.

IV
Duration

The corporation shall have perpetual existence.

V
Registered Agent

The address of this corporation's initial principal office is 1500 South Church Street, Suite D, Tampa, Florida 33629 and the name of its initial registered agent is Philip R. Lazzara. His address is 307 South Boulevard, Suite D, Tampa, Florida 33606.

VI
Incorporator

The name and address of the Incorporator is as follows:

Name: James B. Hodge III, D.D.S.

Address: 1500 South Church Street, Suite D
Tampa, Florida 33629

VII
Board of Directors

The corporation shall have a Board of Directors consisting of one person. The number of Directors may be increased or decreased from time to time by a resolution of the majority

of the Stockholders but shall never be less than one. The names and address of the initial Director of this corporation is:

James B. Hodge III, D.D.S.
1500 South Church Street, Suite D
Tampa, Florida 33629

VIII

Informal Shareholder Action

Any action of the Shareholders may be taken without a meeting if consent in writing setting forth the action so taken shall be signed by all the Shareholders entitled to vote upon such action at a meeting and filed with the Secretary of the corporation as part of the corporate records.

IX

Severance and Termination of Employment

If any officer, director, stockholder, agent or employee of this corporation becomes legally disqualified to render the professional services for which the corporation is organized, or accepts employment that places restrictions or limitations on his continued rendering of such professional services, he shall forthwith sever all employment with the corporation, and shall not thereafter participate or share, directly or indirectly, in any earnings or profits realized by the corporation on account of professional services. The corporation shall forthwith, upon such disqualification of any shareholder, purchase such shareholder's shares and pay him all amounts owing and lawfully due to him by the corporation, except that such shares shall not be entitled to dividends.

X

Informal Director Action

If all of the Directors severally or collectively consent in writing to any action taken or to be taken by the corporation, and the writings evidencing their consent are filed with the Secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

XI

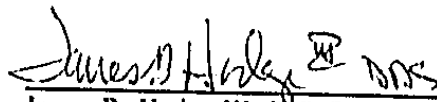
Indemnification

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

XII
Bylaw Amendment

The power to adopt, alter, amend or repeal the bylaws of this corporation shall be vested in the Board of Directors and Stockholders provided that such amendment be in compliance with the laws of Florida governing a Professional Service Corporation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation in State of Florida, this 8th day of March, 1996.



James B. Hodge III, D.D.S., Incorporator

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

BEFORE ME, the undersigned authority, personally appeared James B. Hodge III, D.D.S., who is to me well known to be the person described in and who executed the foregoing Articles of Incorporation as the Incorporator, and he acknowledged to and before me that he executed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, in the said County and State, this 8th day of March, 1996.

My Commission Expires:


Notary Public, State of Florida



SUZETTE DEARMOND
My Comm Exp. 10/20/97
Bonded By Service Ins
No. CC324993
() Personal Seal () Official Seal

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, 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:

James B. Hodge III, D.D.S., P.A.

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

Philip R. Lazzara
307 South Boulevard, Suite D
Tampa, Florida, 33606

Having been named as registered agent and to accept service of process for the above-stated corporation at 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 provision 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.

By: _____

Registered Agent

Date: March 8, 1996

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96 MAR 22 PM 2:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA