

E. Gerald Block

CERTIFIED PUBLIC ACCOUNTANT

2400 EAST COMMERCIAL BOULEVARD, SUITE 710  
FORT LAUDERDALE, FLORIDA 33301  
TEL: (305) 770-0100  
FAX: (305) 772-3090

March 4, 1996

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

300001739003  
-03/11/96--01070--017  
\*\*\*\*122.50 \*\*\*\*122.50

RE: Joann N. DiBella, D.D.S., P.A.

Dear Sirs:

Enclosed please find:

1. Original and one copy of articles of incorporation pertaining to Joann N. DiBella, D.D.S., P.A.

2. My check in the amount of \$122.50 for payment of the following:

a. Filing Fee	\$ 35.00
b. Certified Copy of Articles	52.50
c. Registered Agent Designation	35.00
	<u>\$122.50</u>

You will also find enclosed a copy of the Certificate Designating Place of Business and Registered Agent.

Please file these Articles as soon as possible, noting the provision under Article II stating that this Corporation's existence shall commence on the date of execution of said Articles, which is 3/5/96.

Upon its arrival, please return a certified copy of these Articles of Incorporation to the undersigned via the self-addressed stamped envelope provided herein.

Thank you for your cooperation in this matter.

Very truly yours,



E. Gerald Block, C.P.A.

EGB/rd  
enclosures

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

96 APR - 1 PM 2:56

789-630-671  
W96-5573

4/1/96



**FLORIDA DEPARTMENT OF STATE**  
Sandra B. Mortham  
Secretary of State

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 APR -1 PM 2:56

March 14, 1996

E. GERALD BLOCK, C.P.A.  
2400 EAST COMMERCIAL BLVD. #719  
FORT LAUDERDALE, FL 33308

SUBJECT: JOANN N. DIBELLA, D.D.S., P.A.  
Ref. Number: W96000005573

We have received your document for JOANN N. DIBELLA, D.D.S., P.A. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The specific nature of business of the professional association must be stated in 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) 487-6973.

Claretha Golden  
Document Specialist

Letter Number: 196A00011454

ARTICLES OF INCORPORATION

OF

JOANN N. DIBELLA, D.D.S., P.A.

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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ARTICLE I - NAME

The name of this Corporation is Joann N. DiBella, D.D.S., P.A.

ARTICLE II - DURATION

This Corporation shall have perpetual existence commencing on April 1, 1996.

ARTICLE III - PURPOSE

This Corporation is organized for the purpose of transacting any and all lawful business in the field of dentistry.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue One Thousand (1,000) shares of \$1.00 par value common stock.

ARTICLE V - VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election of Directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

ARTICLE VI - PREEMPTIVE RIGHTS

Every shareholder, upon the sale of any new stock of this Corporation of the same kind, class or series as that which it already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII - INITIAL REGISTERED OFFICE, AGENT AND PRINCIPLE OFFICE

The street address of the initial registered office of this Corporation is 4757 South University Drive, Davie, Florida 33328 and the name of the initial registered agent of this Corporation at that address is Joann DiBella. The street address of the principle office is 4757 South University Drive, Davie, Florida 33328.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This Corporation shall have one (1) Director initially. The number of Directors may be either increased or diminished from time to time by the by-laws, but shall never have less than one (1). The name and addresses of the initial Director of this Corporation is:

Joann N. DiBella  
4757 South University Drive  
Davie, Florida 33328

ARTICLE IX - INCORPORATOR

The name(s) and address(es) of the person(s) signing these Articles is (are):

Joann N. DiBella  
4757 South University Drive  
Davie, Florida 33328

ARTICLE X - AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the Shareholders is subject to this reservation.

ARTICLE XI - BY-LAWS

The power to adopt, alter, amend or repeal By-laws shall be vested in the Board of Directors and the Shareholders.

ARTICLE XII - INDEMNIFICATION

The Corporation shall indemnify any Officer or Director or any former Officer or Director, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned have executed these Article of Incorporation on this 5<sup>th</sup> day of March, 1996.

J. DiBella dds

STATE OF FLORIDA

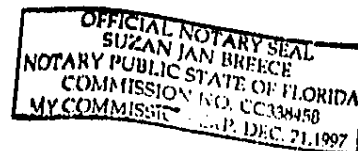
COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this 5<sup>th</sup>  
day of March, 1996, by Joann N. DiBella, who is personally  
known to me or who has produced a driver's license as identification and  
who did take an oath.

sign Suzan Jan Breece

print SUZAN JAN BREECE

state of Florida at Large  
My Commission Expires:



FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

CERTIFICATE DESIGNATING PLACE OF BUSINESS  
OR DOMICILE FOR THE SERVICE OF PROCESS  
WITHIN THIS STATE, NAMING AGENT UPON  
WHOM PROCESS MAY BE SERVED  
\*\*\*\*\*

96 APR -1 PM 2:56

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

First: Joann N. DiBella, D.D.S., P.A. desiring to be organized under the laws of the State of Florida, with its registered office as indicated in the Articles of Incorporation in the City of Davie, County of Broward, State of Florida, has named Joann DiBella, whose business office is located at 4757 South University Drive, Davie, Florida 33328 as its registered agent to accept service of process within this State.

ACKNOWLEDGEMENT

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

J. N. DiBella D.D.S.