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April 1, 1996

Secretary of State
Division of Corporations
New Filings
409 East Gaines Street
Tallahassee FL 32301

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-04/17/96--01063--005
***122.50 ***122.50

Re: WILLIAM H. McELVEEN III, D.M.D., P.A.

Dear Sir or Madam:

We are enclosing Articles of Incorporation for the subject corporation together with our firm check in the amount of \$122.50 to cover the following fees:

\$35.00 - Filing Fee
52.50 - One Certified Copy
35.00 - Registered Agent

Once the Articles have been filed, please return a certified copy of the Articles together with your letter of acknowledgement to me in the enclosed self-addressed, stamped envelope.

If there is a problem with the enclosed filing, please contact me.

Thank you for your assistance in this matter.

Very truly yours,

LIVINGSTON, PATTERSON,
STRICKLAND & WEINER, P.A.

April A. Haley
Corporate Legal Assistant

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96 APR 17 PM 1:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
FILED
96 APR 20 PM 12:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION OF
WILLIAM H. McELVEEN III, D.M.D, P.A.

Article I - Name

The name of this corporation is William H. McElveen III,
D.M.D., P.A.

Article II - Commencement

This corporation shall commence on April 16, 1996.

Article III - Purpose

This corporation is organized for the general purpose of
engaging in the practice of dentistry and transacting any or all
lawful business relating thereto or permitted by the Florida
Professional Service Corporation Act.

Article IV - Capital Stock

This corporation is authorized to issue 10,000 shares of
common stock to individuals authorized to hold them under the
Florida Professional Corporation Act.

Article V - Initial Registered Office and Agent

The street address of the initial registered office of this
corporation is 46 N. Washington Boulevard, Sarasota FL 34236, and
the name of the initial registered agent of this corporation at
that address is John M. Strickland.

Article VI - Mailing Address and Principal Office

The mailing address of the corporation is 46 N. Washington
Blvd., #1, Sarasota FL 34236 and the principal office address is
1980 Lincoln Drive, Sarasota FL 34236.

Article VII - Initial Board of Directors

This corporation shall have one director initially. The
number of directors may be either increased or diminished from
time to time by the bylaws. The name and address of the initial
director of this corporation is William H. McElveen III, 1980
Lincoln Drive, Sarasota FL 34236.

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CLERK OF STATE
TALLAHASSEE, FLORIDA

Article VIII - Incorporator

The name and address of the person signing these Articles is John M. Strickland, 46 North Washington Blvd #1, Sarasota FL 34236.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 16th day of April, 1996.



JOHN M. STRICKLAND,
Incorporator

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**NOTICE OF APPOINTMENT OF REGISTERED AGENT,
ACCEPTANCE, AND DESIGNATION OF CORPORATE OFFICE**

The undersigned, JOHN M. STRICKLAND, having a street address of 46 North Washington Boulevard, #1, Sarasota FL 34236, having been appointed by the directors of WILLIAM H. McELVEEN III, D.M.D., P.A., as registered agent, states as follows:

1. The corporation shall maintain an office at 46 North Washington Boulevard, Suite 1, Sarasota FL 34236, and shall notify the Department of State of any change in address of this office or the name of the registered agent at this address.

2. He accepts the appointment and consents to serve as registered agent of the corporation pursuant to Section 617.023, Florida Statutes.



JOHN M. STRICKLAND

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA