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((H96000000775)) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.  
NAME: SIMON ORTHODONTIC CENTERS, P.A.

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**ARTICLES OF INCORPORATION  
OF  
SIMON ORTHODONTIC CENTERS, P.A.**

FILED  
MAY 14 1975  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

The undersigned incorporator, for the purposes of forming a professional service corporation under Chapter 621, Professional Service Corporation Act, hereby adopts the following Articles of Incorporation:

- FIRST:** The name of the Corporation is Simon Orthodontic Centers, P.A. (the "Corporation").
- SECOND:** The principal office address and mailing address of the Corporation is 13716 S.W. 84th Street, Miami, Florida 33183.
- THIRD:** The Corporation is authorized to issue 1,000 shares of common stock, par value \$.01 per share. Shares of the Corporation's stock and certificates shall be issued only to dentists in good standing and duly licensed or otherwise legally authorized within the State of Florida to render the same professional services as the Corporation.
- FOURTH:** The street address of the initial registered office of the Corporation is: 201 S. Biscayne Boulevard, Suite 3000, Miami, Florida 33131 and the registered agent at that address is: B & C Corporate Services, Inc.
- FIFTH:** The name and address of the incorporator of the Corporation is: Jan A. Simon, D.D.S., 13716 S.W. 84th Street, Miami, Florida 33183.
- SIXTH:** The Corporation is organized for the purpose of engaging in the practice of dentistry in the State of Florida, and all its fields of specialization as engaged in by dentists pursuant to Chapter 621, Professional Service Corporation Act. The Corporation shall engage and render the professional services involved only through its officers, agents and employees who shall be dentists in good standing, licensed or otherwise legally authorized within the State of Florida to render the same professional service as the Corporation.

Without in any manner limiting any of the objectives and powers of the Corporation, it is expressly declared and provided that the Corporation is hereby empowered to transact any and all lawful business for which corporations may be formed under Chapter 607 of the Florida Business Corporation Act.

HEALTH 17991/8006/AAAL05.15A  
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Dawn Lankford Bowling  
Florida Bar No. 0938734  
Front and Canal  
201 S. Biscayne Boulevard, Suite 3000  
Miami, Florida 33131  
305) 373-9400

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- SEVENTH: The Corporation shall have one director initially and the number of directors may be increased or diminished from time to time as provided in the Bylaws but shall never be less than one. The name and address of the initial director of the Corporation is: Jan A. Simon, D.D.S., 13716 S.W. 84th Street, Miami, Florida 33183.
- EIGHTH: The 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.
- NINTH: The 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.
- TENTH: The corporate existence of the Corporation shall commence upon the filing of these Articles of Incorporation and the Corporation shall have perpetual existence.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 13th day of May, 1996.

  
Dawn Landford Bowling, Incorporator

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ACCEPTANCE OF APPOINTMENT  
OF  
REGISTERED AGENT

I hereby accept the appointment as registered agent contained in the foregoing Articles of Incorporation and state that I am familiar with and accept the obligations of Section 607.0305 of the Florida Business Corporation Act.

B & C CORPORATE SERVICES, INC.

By:   
Allison A. Lichter, Vice President

FILED  
96 MAY 14 AM 10:54  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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