

1201 HAYS STREET  
FALLS CHURCH, VA 22034  
1-800-222-0707  
05342-0086

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PRESTIGE HALL  
LEGAL & FINANCIAL SERVICES ACCOUNT NO. : 072100000032

REFERENCE : 001000 10127A

AUTHORIZATION :

COST LIMIT : \$ PRE-PAID

ORDER DATE : June 26, 1996

ORDER TIME : 9:59 AM

ORDER NO. : 001000

CUSTOMER NO: 10127A

CUSTOMER: Charles Franken, Esq  
CHARLES D. FRANKEN, ESQ

Suite 360  
8181 West Broward Boulevard  
Plantation, FL 33324

800001876508  
-06/26/96--01086--010  
\*\*\*\*122.50 \*\*\*\*122.50

DOMESTIC FILING

NAME: DR. DANIEL E. KELLY AND  
ASSOCIATES DDS PA

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Kathy Drake

EXAMINER'S INITIALS:

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 JUN 26 PM 12:46

96 JUN 26 PM 11:17  
OFFICE OF THE  
CLERK OF THE  
COURT

CONSENT TO USE OF NAME OF PROFESSIONAL CORPORATION

Dr. Daniel E. Kelly as President of Dr. Daniel E. Kelly D.D.S.  
PA hereby files this consent for the formation of a Florida  
Professional Corporation by Dr. R. Lee Brushingham as incorporator  
to be known as DR. DANIEL E. KELLY AND ASSOCIATES DDS PA.

IN WITNESS WHEREOF, I have herunto set my hand and seal this  
25<sup>th</sup> day of JUNE, 1996.

Dr. Daniel E. Kelly D.D.S.  
DR. DANIEL E. KELLY D.D.S.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 JUN 26 PM 12:46

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

96 JUN 26 PM 12:46

ARTICLES OF INCORPORATION  
OF  
DR. DANIEL E. KELLY AND ASSOCIATES DDS PA

The undersigned incorporator to these Articles of Incorporation, a natural person competent to contract, hereby forms a Professional Services Corporation under the laws of the State of Florida.

FIRST: The name of the Professional Services Corporation is:

DR. DANIEL E. KELLY AND ASSOCIATES DDS PA

SECOND: The principal place of business and mailing address of this corporation shall be:

3909-3913 North Andrews Avenue Oakland Park, Florida  
33309

THIRD: The aggregate number of shares of stock that this corporation is authorized to issue is Five Thousand (5,000) Shares of one class only, \$.01 par value.

FOURTH: The street address of the initial registered office of the corporation is 8181 W. Broward Boulevard, Suite 360, Plantation, Florida 33324, and the name of the initial registered agent at such address for the corporation shall be CHARLES D. FRANKEN.

FIFTH: The number of initial Board of Directors shall be one (1) who shall be:

Dr. R. LEE BRUSHINGHAM  
3909-3913 North Andrews Avenue  
Oakland Park, Florida 33309

SIXTH: The name and address of each incorporator who is a

member of the class set forth under Florida Statute 621.03 (1) as a professional dentist licensed under the laws of the State of Florida is as follows:

NAME

ADDRESS

R. LEE BRUSHINGHAM D.D.S.

3909-3913 North Andrews Avenue  
Oakland Park, Florida 33309

SEVENTH; This corporation is a professional service corporation formed under Florida Statute 621. whose sole business shall be in the business of rendering professional service in the profession of dentistry. This corporation shall not conduct any other business other than the profession of dentistry, except for those matters set forth in Florida Statute 621.08 or any successor statute or amendment.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this

25th day of JUNE, 1996.

  
\_\_\_\_\_  
R. LEE BRUSHINGHAM D.D.S.

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

---

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

First--That DR. DANIEL E. KELLY AND ASSOCIATES DDS PA  
qualified to do business under the laws of the State of Florida  
with its principal office at 3909-3913 North Andrews Avenue Oakland  
Park, County of Broward, State of Florida, hereby designates  
CHARLES D. FRANKEN, whose address is 8181 W. Broward Boulevard,  
Suite 360, Plantation, FL 33324 as its agent to accept service of  
process within this State.

ACKNOWLEDGEMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above  
stated corporation, at 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.

By: 

CHARLES D. FRANKEN  
(Registered Agent)

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 JUN 26 PM 12:46

CHARLES D. FRANKEN, P.A.

**NATIONSBANK PROFESSIONAL CENTER**

8101 WEST BROWARD BOULEVARD • SUITE 300

PLANTATION, FLORIDA 33324

CHARLES D. FRANKEN, Esquire.

PHONE (904) 475-7200

FAX (954) 424-0207

September 17, 1996

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Secretary of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, Florida 32314  
Attn: Amendment Department

Re: Change of Corporate Name from  
DR. DANIEL E. KELLY AND ASSOCIATES DDS PA to  
DR. R. LEE BRUSHINGHAM D.D.S. AND ASSOCIATES P.A.

Dear Sir/Madame:

The undersigned is the corporate attorney for the above referenced Florida corporation. We hereby request that you amend the above Florida corporate name from Dr. Daniel E. Kelly and Associates DDS PA to Dr. R. Lee Brushingham D.D.S. and Associates P.A. We have enclosed an original and one (1) copy of the Articles of Amendment to that effect. This document has been signed by the corporate officer of said corporation and has been duly notarized.

We have enclosed our check in the amount of \$35.00 as the processing fee for changing this corporate name.

Thank you for your kind cooperation in this matter.

Very truly yours,

Charles D. Franken

CDF:CMF  
C:\work\corp\secstate.chg  
Enclosures (\$35.00)

FILED  
96 SEP 24 PM 12:02  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

NA  
Change  
9/26/96  
DC

ARTICLES OF AMENDMENT

OF

Dr. Daniel E. Kelly and Associates DDS PA

The Articles of Incorporation of Dr. Daniel E. Kelly and Associates DDS PA filed on June 25, 1996, are to be amended as follows:

The FIRST article shall be changed to read as follows:

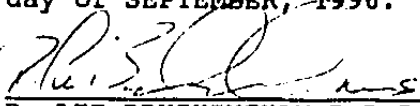
FIRST: The name of the corporation is:

Dr. R. Lee Brushingham D.D.S. and Associates P.A.

This amendment does not provide for an exchange, reclassification or cancellation of issued shares.

This amendment was adopted by the board of directors and unanimously approved by the shareholders on September 17, 1996.

IN WITNESS WHEREOF, the undersigned President and Secretary of this Corporation have executed these Articles of Amendment this \_ day of SEPTEMBER, 1996.

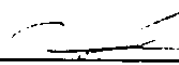
  
R. LEE BRUSHINGHAM D.D.S.  
President/Director

  
R. LEE BRUSHINGHAM D.D.S.  
V.Pres./Secretary/Treas./Dir.

STATE OF FLORIDA §  
COUNTY OF BROWARD §

BEFORE ME, the undersigned authority, personally appeared R. LEE BRUSHINGHAM, D.D.S. as President, Director, Vice President, Secretary and Treasurer, known to me by personally known to be the person who executed the foregoing Articles of Amendment and he acknowledged before me that he executed such instrument for the purposes therein stated and did not take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this  
16 day of September, 1996.

  
STATE OF FLORIDA Charles D. Franken  
NOTARY PUBLIC  
My Commission Expires:

OFFICIAL NOTARY SEAL  
CHARLES D. FRANKEN  
NOTARY PUBLIC STATE OF FLORIDA  
COMMISSION NO. CC47474  
COMMISSION EXPI. SEPT 5, 1998