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10-24-96 Mary

Dental Services of America
 Requestor's Name
 12000 Biscayne Blvd. #108
 App-248
 Miami, FL 33181
 City State ZIP Phone
 #895-0716

INFORMATION ONLY

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 ****122.50 ****122.50

CORPORATION(S) NAME

Dental Doctor Services, Inc.

<input checked="" type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> NonProfit	<input type="checkbox"/> Foreign	<input type="checkbox"/> Mark
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input type="checkbox"/> Reinstatement	<input type="checkbox"/> Reservation	<input type="checkbox"/> Change of Registered Agent
<input checked="" type="checkbox"/> Certified Copy	<input type="checkbox"/> Photo Copies	<input type="checkbox"/> Certificate Under Seal
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem	<input type="checkbox"/> After 4:30
<input checked="" type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up
		<input type="checkbox"/> Mail Out

FILED
 96 OCT 25 PM 11:44
 RECEIVED
 96 OCT 25 11:10:59
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

Empire Toll Free: 1-800-432-3028

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

CERTIFIED COPY

ARTICLES OF INCORPORATION
OF
DENTAL DOCTOR SERVICES, INC.

FILED
96 OCT 25 PM 1:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, for the purpose of forming a corporation for profit pursuant to Chapter 607, Florida Statutes, does hereby adopt the following Articles of Incorporation:

Article I

NAME

The name of the Corporation is:

DENTAL DOCTOR SERVICES, INC.

Article II

DURATION

The Corporation shall have perpetual existence commencing on the date of the filing of this Articles of incorporation with the Department of State of Florida

Article III

PURPOSE

The purpose of the Corporation is to engage in any activities of business permitted under the laws of the United States and the State of Florida.

Article IV

CAPITAL STOCK

The Corporation is authorized to issue One Million (1,000, 000) shares of class A common stock with one tenth of one cent (\$0.001) par value. The Corporation is authorized to issue Nine Million (9,000,000) shares of class B common stock with one tenth of one cent (\$0.001) par value.

Article V

STOCKHOLDERS MEETINGS

Unless otherwise provided for in the Corporation's bylaws, a majority of the shares entitled to vote, represented in person or by proxy, shall be required to constitute a quorum at a meeting of shareholders.

Article VI

PRINCIPAL CORPORATE OFFICE AND REGISTERED AGENT

The name and street address of the principal corporate office is:

DENTAL DOCTOR SERVICES, INC.
12000 Biscayne Boulevard, Suite 108
North Miami, FL. 33181 |

The name and street address of the initial Registered Agent is:

Paulo Dominguez
12000 Biscayne Boulevard, Suite 108
North Miami, FL. 33181 |

Article VII

BOARD OF DIRECTOR

The Corporation shall have at least one (1) director initially. The number of directors may be either increased or diminished from time to time in the manner provided for in the bylaws, but shall never be less than one. The Board of Directors shall be composed of two separate classes of Directors. The class A directors shall be elected solely by the class A Shareholders. The class B Directors shall be elected solely by the class B Shareholders. The Corporation will never have less than one class A director. All class A Directors must be holders of an active dental licence in the State of Florida at the time of election and at all times during their service on the Board. In the event that a class A director shall cease to have an active dental licence with the right to practice dentistry in the State of Florida then his or her term of office shall co-terminate with the right to practice. Only the class A shareholders or the class A directors shall be eligible to elect replacements for class A directors.

The class A directors shall have the sole responsibility of hiring and supervising of the Company's chief dental officer and shall be the only ones to establish medical policy, pricing guidelines, and all other matters as they related to the practice of dentistry as it is described in the Florida Dental Practice Act, Chapter 466, Florida Statutes, or as subsequently amended, or in the related administrative regulations.

The name and address of the initial director of the corporation is as follows:

Dr. Michele M. Rivera
231-174th Street #407
Miami Beach, FL 33160

Article VIII

INCORPORATOR

The name and address of the incorporator is:

Dr. Michele M. Rivera
231- 174th Street #407
Miami Beach, FL 33160

Article IX

RESTRICTIONS OF TRANSFER OF CAPITAL STOCK

Unless otherwise provided by the Corporation's bylaws no shares of the capital stock of this Corporation may be transferred without the prior approval of the Corporation's Board of Directors. In no event may any shares of the Class A Common stock be transferred to any person or entity which is not a currently licenced dentist in the State of Florida.

Article X

INDEMNIFICATION


The Corporation shall indemnify its officer, directors and authorized agents on all liabilities incurred directly, indirectly or incidentally to services performed for the Corporation to the fullest extent permitted under Florida law existing now or hereinafter enacted.

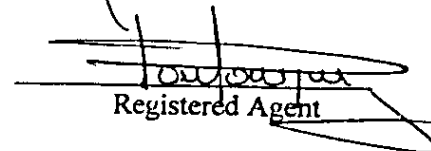
Article XI

PREEMPTIVE RIGHTS

The holders of the common stocks of this Corporation shall have preemptive rights to purchase at prices, terms and conditions that shall be fixed by the Board of Directors, those shares of the common stock of this Corporation which may be issued from time to time for money, property or past services in addition to stock authorized and issued by the Corporation. The preemptive right of any share holder is the authorized and issued shares of common stock currently authorized and issued

IN WITNESS WHEREOF, The undersigned incorporator and registered agent has executed these Articles of Incorporation this 22 day of OCTOBER 1996.


Incorporator


Registered Agent

CERTIFICATE AND ACKNOWLEDGMENT
OF REGISTERED AGENT

FILED
95 OCT 25 PM 1:44
TALLAHASSEE, FLORIDA

DENTAL DOCTOR SERVICES, INC.

Pursuant to Florida Statutes Section 48.091 and 607.0501, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation

at: 12000 Biscayne Boulevard, Suite 108
North Miami, Florida 33181

has named: Paulo Dominguez

located at the aforesaid address, as its Registered Agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named as Registered Agent to accept service of process for the above stated corporation at the place designated in this certificate, and being familiar with the obligation of that position, I hereby accept to act in this capacity, and agree to comply with the provision of Florida Law in keeping open said office.

