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Law Office of
Brian J. Cabrey
Attorney & Counselor at Law

1309 St. Johns Bluff Rd. N.
A3
Jacksonville, Florida 32226

904-642-9949 Office
904-642-9119 Fax

October 23, 1996

State of Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

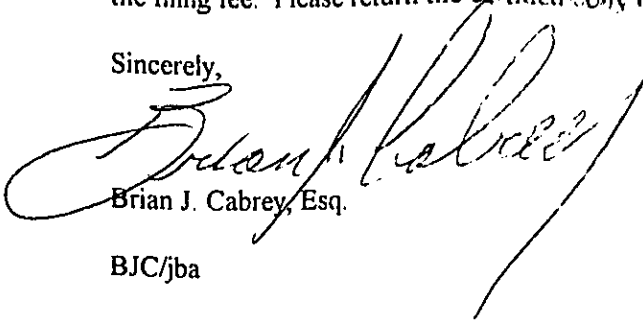
FILED
96 NOV 15 PM 2:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: New Filing of Articles of Incorporation for Dr. Marie J. Basco Family Dental
Care, Inc.

To whom it may concern:

Enclosed please find the original and one (1) copy of the Articles of Incorporation for Dr. Marie J. Basco Family Dental Care, Inc., together with our trust account check for \$122.50 to cover the filing fee. Please return the certified copy to our offices at the above address.

Sincerely,



Brian J. Cabrey, Esq.

BJC/jba

Enclosures

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****122.50 ****122.50

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A. CHESNEY

NOV 20 1996

effective date
no check received
#96-22892

685,625,671

B. REGISTER OCT 28 1996



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

October 28, 1996

BRIAN J CABREY, ESQUIRE
1309 ST JOHNS BLUFF ROAD, NORTH
A3
JACKSONVILLE, FL 32226

SUBJECT: DR. MARIE J. BASCO FAMILY DENTAL CARE, INC.
Ref. Number: W96000022890

FILED
96 NOV 15 PM 2:59
TALLAHASSEE, FLORIDA

We have received your document for DR. MARIE J. BASCO FAMILY DENTAL CARE, INC., however, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State for \$122.50.

The effective date is not acceptable since it is not within five working days of the date of receipt.

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) 487-6919.

Beth Register
Corporate Specialist Supervisor

Letter Number: 696A00049640

ARTICLES OF INCORPORATION
OF
DR. MARIE J. BASCO FAMILY DENTAL CARE, INC.

The undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract hereby present these articles for the formation of a corporation under the laws of the State of Florida.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of this corporation shall be DR. MARIE J. BASCO FAMILY DENTAL CARE, INC..

ARTICLE II

The general nature of business to be transacted by this corporation is:

- 1) To maintain a general dentistry practice, providing family dental care and treatment.
- 2) To acquire, develop, and utilize real and personal property of any nature and in any location whatsoever.
- 3) To engage in any commercial, industrial, and agricultural enterprise calculated or designed to be profitable to this corporation and in conformity with the laws of the State of Florida.
- 4) To generally engage in, do, and perform any enterprise, act, or vocation that a natural person might or could do or perform.
- 5) To engage in the manufacture, sale, purchase, importing,

and exporting of merchandise and personal property of all manner and description, to act as agents for the purchase, sale, and handling of goods, wares, and merchandise of any and all types and descriptions for the account of the corporation or as factor, agent, procurer, or otherwise for or on behalf of another.

6) To manufacture, produce, purchase, or otherwise acquire, sell, or otherwise dispose of, import, export, distribute, deal in and with, whether as principal or agent, goods, wares, merchandise, and materials of every kind and description, whether now known or hereafter to be discovered or invented.

7) To conduct business, have one or more offices in, and buy, hold, mortgage, sell, convey, lease, or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks, and licenses, in the State of Florida and in all other states and countries.

8) To enter into, make, perform, and carry out contracts and agreements of every kind, for any lawful purpose, without limit as to amount, with any person, firm, association, or corporation.

9) To buy, sell, draw, make, endorse, discount, execute, and issue promissory notes, bills of exchange, warrants, and other negotiable or transferable instruments.

10) To issue bonds, debentures, or obligations of this corporation from time to time, for any of the objects or purposes

of the corporation, and to secure the same by mortgage, pledge, deed of trust, or otherwise.

11) To purchase, hold, and reissue the shares of its capital stock.

12) In general, to carry on any other business in connection with the foregoing, and to have and to exercise all of the powers conferred by the laws of the State of Florida upon corporations formed under the act or acts thereto appertaining.

ARTICLE III

The maximum number of shares of stock that the corporation is authorized to have outstanding at any time is 1,000 shares of common stock, each share having a par value of \$1.00.

ARTICLE IV

The amount of capital with which this corporation will begin business is \$2,000.00.

ARTICLE V

This corporation is to exist perpetually.

ARTICLE VI

The initial post office address of the principal office of this corporation in the State of Florida is 2771-21 Monument Road, Jacksonville, Florida 32225. The Board of Directors may from time to time designate such other post offices addresses of this corporation as it may see fit.

ARTICLE VII

The number of directors shall be as provided in the By-Laws of this corporation, but shall not be less than one (1) in number, nor more than ten (10), and shall initially be two (2) in number, until otherwise fixed or changed by the By-Laws adopted by the stockholders.

ARTICLE VIII

The names and post office addresses of the First Board of Directors, who, subject to the provision of the Articles of Incorporation and the By-Laws of this corporation and the laws of the State of Florida, shall hold office for the first year of this corporation's existence or until their successors are elected and have qualified, are as follows:

Dr. Marie J. Basco
2771-21 Monument Road
Jacksonville, FL 32225

William James Van Vlerin
425 Bright Star Lane
Jacksonville, FL 32225

ARTICLE IX

These Articles of Incorporation shall be **effective as of** November 20, 1996.

ARTICLE X

The name and post office address of each subscriber of these Articles of Incorporation are as follows:

Dr. Marie J. Basco
2771-21 Monument Road
Jacksonville, FL 32225

William James Van Vlerin
425 Bright Star Lane
Jacksonville, FL 32225

ARTICLE XI

The street address of the initial registered office of this corporation is 1309 St. John's Bluff Road North, Suite A-3, Jacksonville, Florida 32225, and the name of the initial registered agent of this corporation of this corporation at that address is Brian J. Cabrey.

ARTICLE XII

These Articles of Incorporation may be amended in the manner provided for by law. Every amendment shall be approved by the Board of Directors proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stockholders entitled to vote thereon, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE XIII

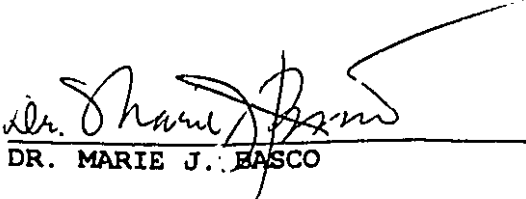
No stockholder of this corporation shall be subject to personal liability for the actions of this corporation.

ARTICLE XIV

Each stockholder of this corporation shall have preemptive rights with regard to all new stock issues.

IN WITNESS WHEREOF, We, the undersigned, being the original subscribers to the capital stock hereinabove named, have hereunto set our hands and seals, this 2nd day of October, 1996, for the

purpose of forming this corporation to do business both within and without the State of Florida, and in pursuance of the Corporation Law of the State of Florida, do make and file in the office of the Secretary of State of the State of Florida, these Articles of Incorporation, and certify that the facts herein stated are true.

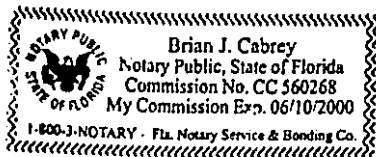

DR. MARIE J. BASCO


WILLIAM JAMES VAN VLERIN

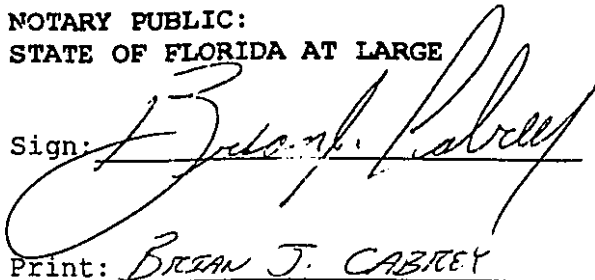
STATE OF FLORIDA)
)
COUNTY OF DUVAL)

The foregoing instrument was acknowledged before me this 2nd day of October, 1996, by DR. MARIE J. BASCO and WILLIAM JAMES VAN VLERIN, who personally appeared before me at the time of notarization, and (X) who are personally known to me or who produced _____ as identification, and who both did/did not take an oath.

-SEAL-



NOTARY PUBLIC:
STATE OF FLORIDA AT LARGE

Sign: 
Print: BRIAN J. CABREY

My Commission Number: CC560268

My Commission Expires: 6/10/2000

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

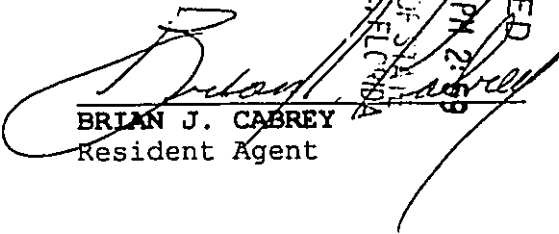
In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First: That DR. MARIE J. BASCO FAMILY DENTAL CARE, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at City of Jacksonville, County of Duval, State of Florida, has named Brian J. Cabrey, located at 1309 St. John's Bluff Road North, Suite A-3, Jacksonville, Florida 32225, as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

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

SIGNED AND DATED this 2nd day of October, 1996.


BRIAN J. CABREY
Resident Agent

FILED
96 NOV 15 PM 2:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA