

P97000000244
TRANSMITTAL LETTER

December 29, 1995

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JAN - 2 PM 12:58

900001993269--9
-10/31/96--01127--008
*****78.75 *****78.75

RE: J. C., Inc.
Proposed Corporate Name

Enclosed please find one original and one copy of the articles of incorporation and certificate of designation for registered agent/registered office for the above corporation. The filing fee of \$78.75 is enclosed. A certified copy is not requested at this time. Please use the copy herein, as file/return copy. Also please forward a certificate of status.

FROM: Janice Carlton
Incorporator
J. C., Inc.
6147 Rhythm Circle
Orlando, FL 32806

Thank you for your prompt attention to the filing and creation of this new entity.

Cordially,

Janice Carlton
Janice Carlton

ENCLOSURES

51
1-2-97

w 96-23412



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

November 5, 1996

JANICE CARLTON
6147 RHYTHM CIR.
ORLANDO, FL 32808

SUBJECT: J. C., INC.
Ref. Number: W96000023412

Will wait

We have received your document for J. C., INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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) 487-6052.

Sandy Ng
Document Specialist

Letter Number: 696A00050711

SECRET
DIVISION OF CORPORATIONS
FILED
97 JAN -2 PM 12:58

**Articles of Incorporation
for**

~~J. C., Inc.~~
J.C. and Carlton, Inc.

ARTICLE I. CORPORATE NAME

The name of this corporation is: ~~J. C., Inc.~~ J.C. ^{and} Carlton, Inc.

ARTICLE II. NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this corporation is to engage in the business of dental related activities and services, and other contractual related services, along with any and all other business permitted under the laws of the United States of America and the great state of Florida.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to issue and have outstanding at any one time is 10,000 shares of common stock having par value of at least \$1.00 per share. Par value may be issued only for consideration having a value, in the judgment of the board of directors, at least equivalent to the full par value of the stock to be issued. No par shares may be issued only for such consideration as is determined by the board of directors. All shares issued shall be fully paid and nonassessable.

ARTICLE IV. TERM OF EXISTENCE

This corporation shall have perpetual existence, commencing upon the filing of these articles with the Secretary of State for the State of Florida.

ARTICLE V. INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

Ms. Janice Carlton
6147 Rhythm Circle
Orlando, FL 32808
(407) 298-1971

The board of directors from time to time may move the Registered Office to any other address in the state of Florida.

ARTICLE VI. BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by Bylaws adopted by the stockholders and board of directors, but shall never be less than one.

ARTICLE VII. INITIAL BOARD OF DIRECTORS

The name, address and telephone numbers of the initial board of director of this corporation is:

- (1) JANICE CARLTON
6147 Rhythm Circle
Orlando, FL 32808
(407) 298-1971

The person named as initial director shall hold office for the first year of existence of this corporation or until her successors are elected or appointed and have qualified, whichever occurs first.

ARTICLE VIII. INCORPORATORS

The name and street address of the person signing these articles of incorporation as the incorporator is:

- (1) JANICE CARLTON
6147 Rhythm Circle
Orlando, FL 32808
(407) 298-1971

ARTICLE IX. PRINCIPAL OFFICE

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

6147 Rhythm Circle, Orlando, FL 32808

ARTICLE X. AMENDMENT

These articles of incorporation may be amended in the manner provided by law. Every amendment shall be approved by the board of directors, proposed by them to the stockholders and approved at a stockholder's meeting by at least a majority of the stock entitled to vote, unless all of the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these articles of incorporation be made.

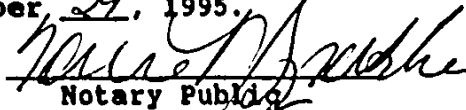
ATTESTATION

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation on December 29, 1995.


JANICE CARLTON
Incorporator

State of Florida
County of Orange

BEFORE ME, a Notary Public, personally appeared **JANICE CARLTON** known to be the person described as Incorporator of ~~J.C. Carlton, Inc.~~, and who executed the foregoing Articles of Incorporation, and acknowledged before me that she subscribed to these Articles of Incorporation on December 29, 1995.


Notary Public

TORRIE N. SPATCHER
Printed Name of Notary

My commission expires:

My commission number is:



TORRIE N SPATCHER
My Commission CC301708
Expires Jul. 12, 1998
Bonded by HAI
800-422-1855

The Identification submitted by the affiant is:

JANICE CARLTON:

CU43-437-57-729-0

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent in the State of Florida.

1. The name of the corporation is ~~J.C., Inc.~~
J.C. and Carlton, Inc.
2. The name and address of the registered agent and office is:

JANICE CARLTON
6147 Rhythm Circle
Orlando, FL 32808

SIGNATURE

Janice Carlton
JANICE CARLTON
Incorporator
December 29, 1995

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE

Janice Carlton
JANICE CARLTON
December 29, 1995