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Law Offices of Jorge Gaviria, P.A.

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

Re: Alvarez & Garcia, P.A.

Enclosed are the original and one copy of the articles of incorporation for the above-named proposed Florida corporation. Also enclosed is a check in the amount of \$122.50, representing the fees for filing and a certified copy.

Thank you for your assistance in this matter.

Sincerely,

  
George Gaviria

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FILED  
97 MAR 27 AM 9:57  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF

ALVAREZ & GARCIA, P.A.

FILED

97 MAR 27 AM 9:57

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

In compliance with the requirements of the Florida Statute Chapter 607, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following Articles of Incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the corporation is ALVAREZ & GARCIA, P.A.

ARTICLE II

The address of the principal office of the corporation is:  
6641-A, South Dixie Hwy., Miami, Florida 33143.

ARTICLE III

The maximum number of shares this corporation is authorized to issue is ONE THOUSAND (1000), all of which shall be common shares. All common shares shall be identical with each other in every respect and the holders thereof shall be entitled to one vote for each share upon all matters on which shareholders have the right to vote.

ARTICLE IV

The purpose of this corporation shall be to engage in business and matters related to Dental Care and any services or matters related to Chapter 466 of Florida Statutes, and any other general purpose authorized by Florida Statutes Chapter 607.

ARTICLE V

The initial street address of the corporation's principal office is: 6641-A, South Dixie Hwy., Miami, Florida 33143.

The registered agent and it's address is:

Mario K. Garcia  
6641-A South Dixie Hwy.  
Miami FLORIDA 33143

ARTICLE VI

The initial Board of Directors shall consist of one (2) members. The names and addresses who will serve on the initial

Board of Directors are:

<u>NAME</u>	<u>ADDRESS</u>
Mario Kenneth Garcia	14550 SW 166 Terr. Miami, Florida 33177
Jacqueline R. Alvarez	14550 SW 166 Terr. Miami, Florida 33177

The name and address of the persons signing these Articles of Incorporation are:

<u>NAME</u>	<u>ADDRESS</u>
Mario Kenneth Garcia	14550 SW 166 Terr. Miami, Florida 33177

#### ARTICLE VIII

The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

#### ARTICLE IX PREEMPTIVE RIGHT

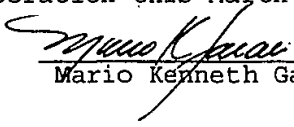
Each shareholder of this corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in this corporation that may, from time to time, be issued (whether or not presently authorized), including shares from the treasury of this corporation, in the ratio that the number of shares equals at the time of issue bears the total number of shares outstanding, exclusive of treasury shares. This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares preempted within thirty (30) days of receipt of a notice in writing from the corporation, stating the prices, terms and conditions of the issue of the shares, and inviting him to exercise his preemptive rights. The right may also be waived by affirmative written waive submitted by the shareholder to the corporation within thirty (30) days of receipt of notice from the corporation.

#### ARTICLE X MEETING BY CONFERENCE TELEPHONE

Members of the Board of Directors may participate in special, regular, or annual meetings of the Board of Directors by means of conference telephone or similar communications equipment as

provided by Florida Statute 607.0820(4).

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation this March 25, 1997.

  
Mario Kenneth Garcia

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for ALVAREZ & GARCIA, P.A. at the place designated in the Articles of Incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to Florida Statute 607.0501(3).

  
MARIO KENNETH GARCIA

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA