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Jul 10, 1997  
13281 McGregor Bl

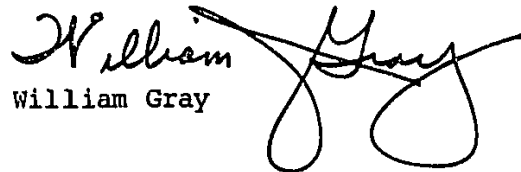
Fort Myers, FL 33919

Corporation Records Division  
Secretary of State  
P. O. Box 6327  
Tallahassee, FL 32301

Enclosed find check for \$125.00 to cover the cost of registration  
of the accompanying articles of Incorporation of WILLIAM J. GRAY,  
DDS, PA.


Please take the necessary steps to form that corporation.

Very truly yours,

  
William Gray

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-07/18/97--01003--003  
\*\*\*\*125.00 \*\*\*\*81.25  
125.00

FILED  
97 JUL 18 AM 11:27  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



97 JUL 18 AM 11:27  
FILED  
SECRET  
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION  
OF  
WILLIAM J. GRAY, DDS, PA

The undersigned natural person, competent and licensed to practice DENTISTRY in the State of Florida, acting hereby as Incorporator for the purpose of forming a PROFESSIONAL SERVICE CORPORATION for profit under the provisions of Section 607, Florida General Corporation Act, and Section 621, Florida Professional Service Corporation Act, of the Florida Statutes, does hereby adopt the following Articles of Incorporation:

ARTICLE 1

The name of the corporation shall be WILLIAM J. GRAY, DDS, PA and its principal office shall at 13281 McGregor Blvd., Fort Myers, Florida, 33918.

ARTICLE 2

The purposes of the corporation are:

1. To engage in the practice of Dentistry, in all its fields and specialization, as are engage in by Dentists.
2. To engage and render professional services involved only through its officers and employees who shall be duly licensed and in good standing or otherwise authorized within the State of Florida to render such professional services as this corporation.
3. To invest in any type of investments permitted by law.
4. To engage in no other business other than rendering professional services rendered herein.

ARTICLE 3

Capital Stock

The maximum number of shares of stock that the corporation is authorized to have outstanding at any time shall be five thousand (5000) shares of common stock at a par value of one dollar (\$1.00) per share.

The shares shall be paid for in lawful money or property, labor or services and shall be nonassessable.

Shares of the Corporation's capital stock and certificates shall be issued only to Dentists duly licensed and in good standing or otherwise legally authorized within the State of Florida to render same professional services as the corporation.

#### ARTICLE 4

The duration of the corporation is perpetual.

#### ARTICLE 5

##### Incorporator

The name of the Incorporator is William J. Gray whose address is 13281 McGregor Blvd., Fort Myers, Florida.

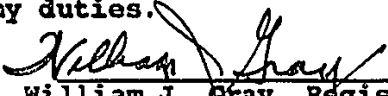
#### ARTICLE 6

##### Registered Agent

The registered office of this Corporation shall be at 13281 McGregor Blvd., Fort Myers, Florida and the place for service of process shall be at that address.

The registered agent of the Corporation is William J. Gray and his address is 13281 McGregor Blvd. Fort Myers, Florida.

Having been named as registered agent to accept service for WILLIAM J. GRAY, DDS, PA at the place stated above, I hereby agree to act in that capacity, and I further agree to the proper and complete performance of my duties.

  
\_\_\_\_\_  
William J. Gray, Registered Agent

Dated this 10<sup>th</sup> day of July, 1997

#### ARTICLE 7

##### Board of Directors

The corporation shall have a Board of Directors consisting of not less than one director and no more than five (5) directors. The initial board of directors shall consist of one person and shall remain at that number until a majority of the Stockholders vote to change the number of directors

The initial Board of Directors shall be:

William J. Gray  
13281 McGregor Blvd.  
Fort Myers, Florida 33919

#### ARTICLE 8

##### Informal Shareholder Action

Any action of the Shareholders may be taken without a meeting if consent in writing setting forth the action so taken is signed

by all the Shareholders entitled to vote upon such action at a meeting and filed with the secretary of the corporation as part of the corporate records.

#### ARTICLE 9

##### Severance and Termination of Employment

If any officer, director, stockholder, agent or employee of this corporation becomes legally disqualified to render the professional service for which the corporation is organized, he shall forthwith sever all employment with the corporation, and shall not thereafter participate or share in any earnings or profits realized by the corporation on account of professional services. Upon disqualification of any shareholder, the corporation shall purchase the shares owned by the shareholder except shares purchased shall not be entitled to dividends.

#### ARTICLE 10

##### Informal Directors Action

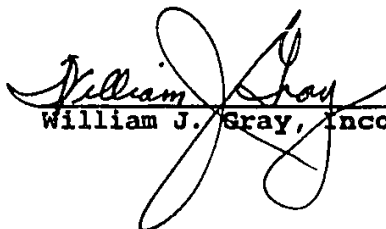
If all Directors collectively consent in writing to any action taken or to be taken by the corporation, and this written is filed with the Secretary of the corporation, the action shall be as though taken at a regular meeting of the Board of Directors.

#### ARTICLE 11

##### Bylaws

The power to adopt, alter, amend or repeal the bylaws of the corporation shall vest in the Board of Directors and Stockholders provided such amendments are in compliance with the laws of the State of Florida which govern Professional Service Corporations.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation in the State of Florida this 10<sup>th</sup> day of July, 1997.

  
\_\_\_\_\_  
William J. Gray, Incorporator

FILED  
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TALLAHASSEE, FLORIDA

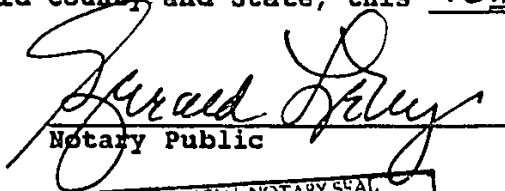
State of Florida }  
                              } SS  
County of Lee     }

BEFORE ME, the undersigned authority, personally appeared William J. Gray who is to me well known to be a person described in and who executed the foregoing Articles of Incorporation of WILLIAM J. GRAY, DDS, PA as the Incorporator, and he acknowledged to me before me that he executed the same for the use and purpose therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my had and seal at - Fort Myers, Florida in the said County and State, this 10th date of July, 1997

Identification presented

Driver License

  
Notary Public

