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ROBERT HERRERO, JR. & ASSOCIATES

Tax and Accounting Consultants

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**Affiliations**

American Accounting  
Association

Florida Association of  
Independent Accountants

National Association of  
Tax Professionals

Financial Benefit Center  
7251 W. Palmetto Park Rd.  
Suite 203  
Boca Raton, Florida 33433  
(407) 338-2140

September 24, 1997

Secretary of State  
Divisions of Corporations  
409 East Gaines Street  
Tallahassee, Fl. 32399

Re: HEIDER DENTAL CONSULTING, INC.

Dear Sir:

Enclosed please find Articles of Incorporation for the above referenced corporation, together with our check in the amount of \$122.50 to cover the cost of filling same and a certified copy of the Articles. Please return the certified copy in the envelope provided.

Please contact the undersigned if you have any questions.

Thank you for your cooperation in this matter.

Sincerely yours,

Robert Herrero, Jr. and Associates

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\*\*\*122.50 \*\*\*122.50

Enclosures

cc: J. Michael Heider, D.D.S.

P: Hall  
SEP 25 1997

ARTICLES OF INCORPORATION

OF

HEIDER DENTAL CONSULTING, INC.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I

The name of the corporation is HEIDER DENTAL CONSULTING, INC. (hereinafter called the "Corporation").

ARTICLE II

The address of the principle office and the mailing address of the Corporation is 2026 N.E. 19th Street, Fort Lauderdale, FL 33305.

ARTICLE III

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

<u>Number of Shares</u> <u>Authorized</u>	<u>Par Value</u> <u>Per Share</u>	<u>Class of</u> <u>Stock</u>
1000	\$1.00	Common

ARTICLE IV

The street address of the Corporation's initial registered office in the State of Florida is, 2026 N.E. 19th Street in the city of Fort Lauderdale, County of Broward, and the name of it's initial registered agent at such office is Dr. J. Michael Heider.

ARTICLE V

The Board of Directors of the Corporation shall consist of at least one director, with the exact number to be fixed from time to time in the manner provided in the Corporation's bylaws. The number of directors constituting the initial Board of Directors is two (2), and the names and addresses of the members of the initial Board of Directors, who are to serve as the Corporation's directors until their successors are duly elected and qualified are:

J. Michael Heider  
2026 N.E. 19th Street  
Ft. Lauderdale, FL 33305


ARTICLE VI

The name of the Incorporator is J. Michael Heider and the address of the Incorporator is 2026 N.E. 19th Street, Fort Lauderdale, FL 33305.

ARTICLE VII

This Corporation shall indemnify and advance expenses on behalf of its officers and directors to the fullest extent permitted by law in existence either now or hereafter.

IN WITNESS WHEREOF, the undersigned, being the Incorporator named above, for the purpose of forming a corporation pursuant to the Florida Business Corporation Act of the State of Florida has signed these Articles of Incorporation this \_\_\_\_ day of September, 1997.

  
J. MICHAEL HEIDER

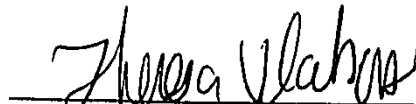
STATE OF FLORIDA     )  
                                  ) ss:  
COUNTY OF BROWARD)

BEFORE ME, the undersigned authority, personally appeared <sup>Joseph M. Heider</sup> ~~Neal M. Corin~~, who is personally known to me or produced ~~Florida 4191403~~ as identification and who did not take an oath.

WITNESS my hand and official seal in the State and County aforesaid, this 22 day of September, 1997.



Theresa Vlahovsk  
MY COMMISSION # CC820389 EXPIRES  
March 18, 2001  
BONDED THRU TROY FAIR INSURANCE, INC.

  
Notary Public

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ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, having been named the Registered Agent of **HEIDER DENTAL CONSULTING, INC.**, hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes Section 607.0505.



**DR. J. MICHAEL HEIDER**  
Registered Agent

DATED: 22 SEP 97, 1997.