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RYAN & RYAN, P.A.
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700 EAST DANIA BEACH BOULEVARD
DANIA, FLORIDA 33004-3090

ARCHIE J. RYAN, III
TIMOTHY M. RYAN
CHRISTOPHER J. RYAN

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November 17, 1997

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

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Re: Centers for Implant and Cosmetic
Dentistry of Florida, Inc.
Our File No. 15934-C

Gentlemen:

Enclosed please find the original Articles of Incorporation and Certificate Designating Registered Agent for the above-named corporation which we request you file in your official file, along with a copy of the Articles of Incorporation and Certificate Designating Registered Agent which we request you certify and return to us.

Also enclosed please find our Trust Account check number 6723, payable to Secretary of State in the sum of \$122.50, to cover the following items:

Filing Fees	\$ 35.00
Certified Copy	52.50
Registered Agent Designation	<u>35.00</u>
Total	\$122.50

Thank you for your assistance in this matter.

Very truly yours,


ARCHIE J. RYAN III

AJR-III:lm
Enclosures

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ARTICLES OF INCORPORATION
OF
CENTERS FOR IMPLANT AND COSMETIC DENTISTRY OF FLORIDA, INC.

I, THE UNDERSIGNED, desiring to form a corporation under the laws of the State of Florida, providing for the formation, liabilities, rights, privileges, and immunities of corporation for profit, DO HEREBY CERTIFY AS FOLLOWS:

ARTICLE I

NAME OF CORPORATION

The name of the corporation shall be CENTERS FOR IMPLANT AND COSMETIC DENTISTRY OF FLORIDA, INC.

ARTICLE II

CORPORATE EXISTENCE

This corporation shall have perpetual existence unless sooner dissolved according to law.

ARTICLE III

GENERAL NATURE OF BUSINESS

The general nature of business of this corporation shall be as follows:

1. The corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida, including, but not limited to, building construction, the

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purchase, sale, development, rental and management of real estate in the United States and foreign countries and to perform such other related activities incidental to the general purpose of this corporation, and to generally do any and all things necessary, pertinent, or convenient to the powers herein and hereby conferred.

2. To transact the business of investing on behalf of itself or others, any part of its capital and such additional funds as it may obtain or any interest therein, either as tenant in common or otherwise, and selling or otherwise disposing of the corporation, and the enjoyment and exercise thereof, as conferred by the laws of the State of Florida upon corporation for profit.

ARTICLE IV

CAPITAL STOCK

The amount of the authorized capital stock of this corporation shall be Seven Thousand Five Hundred (7,500) shares of common stock, with a par value of One Dollar (\$1.00) per share. All of said stock shall be payable in cash, property, labor or services, at a just valuation to be fixed by the Board of Directors, at a meeting called for that purpose.

ARTICLE V

PRINCIPAL PLACE OF BUSINESS

The principal place of business of this corporation and the street address of its corporate office shall be at 250 East Dania Beach Boulevard, Dania, Florida 33004, with the privilege of having branch offices at other places within or without the State

of Florida, and within or without the United States of America, and the name of its initial registered agent is THOMAS A. SCHOPLER, D.D.S., whose address is 250 East Dania Beach Boulevard, Dania, Florida 33004.

ARTICLE VI

AMOUNT OF CAPITAL TO BEGIN BUSINESS

The amount of capital with which this corporation shall commence business shall not be less than Five Hundred and 00/100th (\$500.00) Dollars.

ARTICLE VII

NUMBER OF DIRECTORS

The number of directors of this corporation shall not be less than one (1) nor more than five (5).

ARTICLE VIII

DIRECTORS

The names and post office addresses of the first Board of Directors of this corporation shall be three (3) in number, and who shall hold office for the first year, or until their successors are elected and have qualified, shall be:

THOMAS A. SCHOPLER, D.D.S.
250 East Dania Beach Boulevard
Dania, Florida 33004

CLAUDIO MIRO, D.D.S.
250 East Dania Beach Boulevard
Dania, Florida 33004

ANTONIO OTERO, D.D.S.
250 East Dania Beach Boulevard
Dania, Florida 33004

ARTICLE IX

INCORPORATOR

The name and address of the incorporator to the Articles of
Incorporation is:

THOMAS A. SCHOPLER, D.D.S.
250 East Dania Beach Boulevard
Dania, Florida 33004

ARTICLE X

SPECIAL CHARTER PROVISIONS

Directors and Officers of this corporation need not be
Stockholders.

ARTICLE XI

DATE OF COMMENCEMENT

The date of commencement of corporate existence of this
corporation shall be on the 17th day of November, 1997.

IN WITNESS WHEREOF, I have hereunto set my hand and seal on
this 17th day of November, 1997.


THOMAS A. SCHOPLER, D.D.S.

STATE OF FLORIDA)
)
COUNTY OF BROWARD)

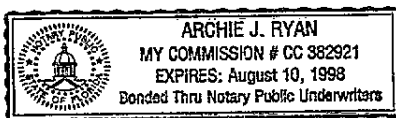
PERSONALLY APPEARED before me, the undersigned authority,
THOMAS A. SCHOPLER, D.D.S., who is personally known to me, to me
known to be the person described in and who executed and subscribed
to the foregoing Articles of Incorporation, and he acknowledged
before me that he executed and subscribed to the same for the
purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and official
seal at Dania, Broward County, Florida, this 17th day of
November, 1997.



Notary Public

My Commissions Expires:



STATE OF FLORIDA
DEPARTMENT OF STATE

Certificate Designating Place of Business or Domicile for the Service of Process Within This State, Naming Agent Upon Whom Process May Be Served and Names and Addresses of the Officers and Directors.

CENTERS FOR IMPLANT AND COSMETIC DENTISTRY OF FLORIDA, INC.

The following is submitted, in compliance with Chapter 48-091, Florida Statutes:

a corporation organized (or organizing) under the laws of the State of Florida, with its principal office at 250 East Dania Beach Boulevard, in the City of Dania, County of Broward, State of Florida, has named THOMAS A. SCHOPLER, D.D.S., located at 250 East Dania Beach Boulevard, in the City of Dania, County of Broward, State of Florida, as its agent to accept service of process within this state.

OFFICERS:

<u>NAME</u>	<u>TITLE</u>	<u>SPECIFIC ADDRESS</u>
THOMAS A. SCHOPLER, D.D.S.	President	250 East Dania Beach Blvd. Dania, Florida 33004
ANTONIO OTERO, D.D.S.	Vice President	250 East Dania Beach Blvd. Dania, Florida 33004
T. E. RYAN	Secretary	250 East Dania Beach Blvd. Dania, Florida 33004
TERESITA RODRIGUEZ	Treasurer	250 East Dania Beach Blvd. Dania, Florida 33004

DIRECTORS:

<u>NAME</u>	<u>SPECIFIC ADDRESS</u>
THOMAS A. SCHOPLER, D.D.S.	250 East Dania Beach Blvd. Dania, Florida 33004
ANTONIO OTERO, D.D.S.	250 East Dania Beach Blvd. Dania, Florida 33004
CLAUDIO MIRO, D.D.S.	250 East Dania Beach Blvd. Dania, Florida 33004

Dated this 17th day of November, 1997.

By: Thomas A Schopler D.D.S.
THOMAS A. SCHOPLER, D.D.S., President

ACCEPTANCE:

I agree, as Registered Agent, to accept service of process, to keep office open during prescribed hours, and to post my name (and any other officers of said Corporation authorized to accept service of process at the above Florida designated address) in some conspicuous place in office as required by Law.

Thomas A Schopler D.D.S.
THOMAS A. SCHOPLER, D.D.S.
Registered Agent

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