

ARAN CORREA & GUARCH, P.A.
Attorneys at Law
710 South Dixie Highway
Coral Gables, Florida 33146-2602

Fernando S. Arán
Danny Correa
J.M. Guarch, Jr.

Joseph A. Miles
Lilliana M. Real
Leonardo G. Renaud

Christian D. Keedy, P.A.
Of Counsel

Telephone: (305) 665-3400
Telefax: (305) 665-2250

P97000109013

December 23, 1997

Secretary of State
Corporate Records Bureau
409 East Gaines Street
Tallahassee, Florida 32399

600002384566--6
-12/29/97--01102--008
****122.50 ****122.50

Re: **Articles of Incorporation of
Manuel R. Seage, D.D.S., P.A.**

5

Gentlemen:

Enclosed herewith is an original and one (1) copy of the Articles of Incorporation of the above referenced corporation, together with a check in the amount of \$122.50 covering the filing fee, certified copy and registered agent designation.

Please forward the certified copy to our office at your earliest convenience.

Please contact the undersigned if you have any questions. Thank you for your prompt attention to this matter.

Very truly yours,

ARAN CORREA & GUARCH, P.A.



Lilliana M. Real

FILED
97 DEC 29 AM 7:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

LMR:amf
enclosure

F. CHESSER JAN 2 1998

497 3 61009

ARTICLES OF INCORPORATION

OF

MANUEL R. SEAGE, D.D.S., P.A.

THE UNDERSIGNED, each a natural person competent to contract for the purpose of forming a corporation under the laws of the State of Florida, hereby adopt(s) the following Articles of Incorporation for such corporation:

ARTICLE I
NAME

The name of this corporation shall be:

MANUEL R. SEAGE, D.D.S., P.A.

ARTICLE II
NATURE OF BUSINESS

The sole and exclusive purpose for which the Corporation is formed is to operate as a professional corporation for the purpose of rendering professional dental services. The Corporation shall not engage in any business other than rendering professional dental services; however, the Corporation may invest its funds in real estate, mortgage, stocks, bonds or any other type of investment and may own real or personal property, all as may be necessary for rendering its professional dental services.

The purpose of this Corporation shall be carried out only through officers, directors, employees, and agents, each of whom is duly licensed or otherwise legally qualified to render professional dental services in the State of Florida.

ARTICLE III
AUTHORIZED SHARES

The Corporation shall be authorized to create and issue 100 shares of Common Stock having a par value of \$0.01 per share. The whole or any part of the authorized shares of the Corporation may be issued for a consideration payable in cash or other property, tangible or intangible, or in labor or services actually performed for the Corporation, having a value as is determined from time to time by the Board of Directors of the Corporation, not less than the par value of the stock so to be issued.

FILED
97 DEC 29 AM 7:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE IV
INITIAL CAPITAL

The amount of capital with which this Corporation will begin business shall not be less than One Hundred (\$100) Dollars.

ARTICLE V
TERMS OF EXISTENCE

The term of this Corporation shall commence with the filing of these Articles of Incorporation. The Corporation shall exist perpetually unless dissolved according to law.

ARTICLE VI
INITIAL ADDRESS

The initial address in this State of the principal office of the Corporation shall be:

555 Biltmore Way
Suite 106
Coral Gables, Florida 33134

ARTICLE VII
DIRECTORS

1. The number of Directors of this Corporation shall be no less than One (1).
2. The Directors will be elected as provided in the ByLaws of this Corporation.

ARTICLE VIII
INCORPORATOR


The name and street address of the incorporator signing these Articles of Incorporation is as follows:

MANUEL R. SEAGE, D.D.S.
555 Biltmore Way
Suite 106
Coral Gables, FL 33134

ARTICLE IX
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation in the State of Florida shall be: 710 South Dixie Highway, Coral Gables, Florida 33146 and the name of the initial registered agent of this Corporation at that address shall be: J. M. Guarch, Esquire.

IN WITNESS WHEREOF, the undersigned incorporator has made and subscribed these Articles of Incorporation at Miami, Florida, for the uses and purposes aforesaid, this 15th day of December, 1997.




MANUEL R. SEAGE, D.D.S.
Incorporator

STATE OF FLORIDA)
) SS.
COUNTY OF DADE)

THE FOREGOING instrument was acknowledged before me this 15th day of December, 1997, by MANUEL R. SEAGE, who is personally known to me ~~or who~~ ~~has produced the following as identification:~~ _____ and who did/~~did not~~ take an oath.




Notary Public, State of Florida

 Liliana M Real
My Commission CC645170
Expires May 07, 2001

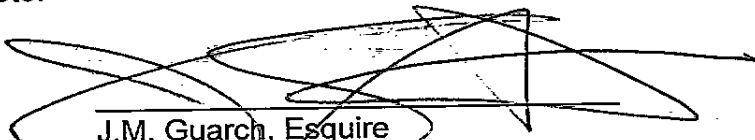
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

Pursuant to Section §48.091 and Chapter 607, Florida Statutes, MANUEL R. SEAGE, D.D.S., P.A., having filed its Articles of Incorporation contemporaneously herewith, with its registered offices as indicated therein at 710 South Dixie Highway, Coral Gables, Florida 33146, has named J.M. Guarch, Esquire, located thereat as its registered agent to accept service of process within this state.



MANUEL R. SEAGE, D.D.S.
Incorporator

Having been named as registered agent to accept service of process for the above-stated corporation, at the location designated herein, I hereby accept the appointment to act in this capacity, and agree to comply with the laws of Florida applicable thereto.



J.M. Guarch, Esquire
Registered Agent.

FILED
97 DEC 29 AM 7:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA