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FLORIDA DIVISION OF CORPORATIONS
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CONTACT: MARLA R MAYSTER
PHONE: (305)374-5600

NAME: ANDREW L. ADELSON, D.D.S., P.A.
AUDIT NUMBER......H98000000149
DOC TYPE..........FLORIDA PROFIT CORPORATION OR P.A.
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ARTICLES OF INCORPORATION
OF
ANDREW L. ADELSON, D.D.S , P.A.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Professional Service Corporation and Limited Liability Company Act, hereby adopts the following Articles of Incorporation.

ARTICLE I
NAME

The name of the corporation shall be: Andrew L. Adelson, D.D.S., P.A.

ARTICLE II
PURPOSE

The purpose of the corporation and the nature of its business are as follows:

1. To engage in the practice of accounting and to provide services incident thereto.
2. To do everything necessary, proper or convenient for the accomplishment of such purpose, and to do every other act incidental thereto which is lawfully permitted.

ARTICLE III
PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

2601 N. Flagler Drive, #308
West Palm Beach, Florida 33407

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ARTICLE IV
PAR VALUE

The par value of each authorized share is: One Cent ($.01).

ARTICLE V
SHARES

The number of shares that this corporation is authorized to have outstanding at any one time is One Thousand (1,000) shares.

Prepared by:
Marshall R. Burack, Esq.
One S.E. 3rd Avenue, 28th Floor
Miami, Florida 33131
(305) 374-5600
Florida Bar No. 234621

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ARTICLE VI
INITIAL DIRECTORS

The name and street address of the individual who is to serve as the initial director of the Corporation is:

Andrew L. Adelson, D.D.S.
2601 N. Flagler Drive, #308
West Palm Beach, Florida 33407

ARTICLE VII
INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

American Information Services, inc.
One S.E. 3rd Avenue, 28th Floor
Miami, Florida 33131

ARTICLE VIII
INCORPORATOR

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

Marshall R. Burack, Esq.
One S.E. 3rd Avenue, 28th Floor
Miami, Florida 33131

The undersigned incorporator has executed these Articles of Incorporation this 5th day of January, 1998.

Marshall R. Burack

Marshall R. Burack, Incorporator

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CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

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TALLAHASSEE, FLORIDA

1. The name of the Corporation is:

   Andrew L. Adelson, D.D.S., P.A.

2. The name and address of the registered agent and office is:

   American Information Services, Inc.
   One S.E. 3rd Avenue, 28th Floor
   Miami, Florida 33131

Having been named as registered agent and to accept service of process for the above stated Corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Marla R. Mayster
Marla R. Mayster, Vice President

January 5, 1998
Date

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