

JAN-08-98 12:51 PM From: AKERMAN, SENTERFITT & EIDSON, P.A.

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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4000

FROM: AKERMAN, SENTERFITT & EIDSON, P.A.
CONTACT: MARLA R MAYSTER
PHONE: (305)374-5600

ACCT#: 075471001363

FAX #: (305)374-5095

NAME: ANDREW L. ADELSON, D.D.S., P.A.

AUDIT NUMBER.....H98000000372

DOC TYPE.....BASIC AMENDMENT

CERT. OF STATUS...0

PAGES..... 3

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Amendment
1/8/98
[Signature]

FILED
98 JAN -8 PM 2:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JAN-07-98 16:07

FROM-AKERMANTENTERFITT

305-374-5095

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January 8, 1998

ANDREW L. ADELSON, D.D.S., P.A.
2601 N. FLAGLER DR., #308
WEST PALM BEACH, FL 33407

SUBJECT: ANDREW L. ADELSON, D.D.S., P.A.
REF: P98000000876

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

A certificate must accompany the Restated Articles of Incorporation setting forth either of the following statements: (1) The restatement was adopted by the board of directors and does not contain any amendment requiring shareholder approval. OR (2) If the restatement contains an amendment requiring shareholder approval, the date of adoption of the amendment and a statement setting forth the following: (a) the number of votes cast for the amendment by the shareholders was sufficient for approval (b) If more than one voting group was entitled to vote on the amendment, a statement designating each voting group entitled to vote separately on the amendment and a statement that the number of votes cast for the amendment by the shareholders in each voting group was sufficient for approval by that voting group.

The original Articles of Incorporation filed with our office on January 5, 1998 for ANDREW L. ADELSON, D.D.S., P.A. does have one director listed. The same director ANDREW L. ADELSON, D.D.S. has also been listed in the Amended and Restated Articles submitted for filing. The Amended and Restated Articles must be adopted by the director with a statement that shareholder action is not required and also signed by the sole director. Please correct your document accordingly.

The current name of the entity is as referenced above. Please correct your document accordingly.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

JAN-08-98 12:51 From:AKERMAN SENTERFITT

3053745095

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If you have any questions concerning the filing of your document, please call (850) 487-6906.

Darlene Connell
Corporate Specialist

FAX Aud. #: H98000000372
Letter Number: 798A00001016

H98000000372

**ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION OF
ANDREW L. ADELSON, D.D.S., P.A.,
a Florida corporation**

FILED
98 JAN -8 PM 2:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the Florida Business Corporation Act, Article II of the Articles of Incorporation of Andrew L. Adelson, D.D.S., P.A., a Florida corporation, hereinafter referred to as the "Corporation", is amended in its entirety to read as follows:

ARTICLE II PURPOSE

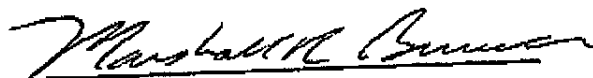
The purpose of the Corporation and the nature of its business are as follows:

1. To engage in the practice of dentistry 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.

This Amendment shall be effective upon its filing with the Florida Department of State.

The foregoing Amendment to the Articles of Incorporation of the Corporation was adopted by the Corporation's sole incorporator by Written Consent, effective as of January 7, 1998. Shareholder action was not required.

IN WITNESS WHEREOF, the undersigned Incorporator of the Corporation has executed these Articles of Amendment this 8th day of January, 1998.


Marshall R. Burack, Incorporator

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

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