

LAW OFFICES
of
ROBERT D. CARREIRO

3137 49th Street North
St. Petersburg, Florida 33710

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EFFECTIVE DATE
1-7-98

January 7, 1998

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

In Re: INDENTURED ORTHODONTIC LAB, INC.

FILED
98 JAN 12 AM 9:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

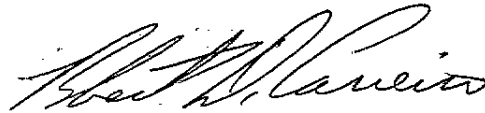
Dear Sirs:

Enclosed please find two copies of the original articles of incorporation for the above-captioned corporation and a check in the amount of \$122.50.

Once the articles have been certified, please forward the certified articles back to this office.

If you have any questions or if I can be of further assistance, please do not hesitate to contact me.

Sincerely,



Robert D. Carreiro

Enclosures

F. CHESSEY JAN 14 1998

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TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
INDENTURED ORTHODONTIC LAB, INC.

The undersigned, subscriber(s), natural person(s) competent to contract for the purpose of forming a corporation under the laws of the State of Florida, adopts, the following Articles of Incorporation for such corporation.

EFFECTIVE DATE
1-7-98

ARTICLE ONE - NAME

The name of the proposed corporation is INDENTURED ORTHODONTIC LAB, INC. The address of the Corporation is 416-14th Avenue Northeast, St. Petersburg, Florida, 33701.

ARTICLE TWO - NATURE OF BUSINESS

The corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida, and all acts or statutes amendatory thereof and supplemental thereto.

ARTICLE THREE - EXISTENCE

The corporation is to exist perpetually and shall begin its existence as of the date of the signing of these Articles of Incorporation.

ARTICLE FOUR - CAPITAL STOCK

The total number of shares of stock which the corporation shall have authority to issue is one thousand (1000) shares of common stock at par value of One Dollar (\$1.00) per share. Stock may be issued by the corporation from time to time for such consideration as may be fixed by the board of directors. Each

share of common stock shall represent one vote. Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Shares.

ARTICLE FIVE - REGISTERED OFFICE

The address of the registered office of the proposed corporation in the State of Florida is:

416-14th Avenue Northeast, St. Petersburg, Florida 33701. The name of the registered office agent to accept service of process is M. Catherine Zahn of the aforementioned address.

ARTICLE SIX - INCORPORATORS

The names and address of the incorporators are:

M. Catherine Zahn
416-14th Avenue Northeast
St. Petersburg, Florida 33701


ARTICLE SEVEN - BOARD OF DIRECTORS

This corporation shall be managed by a Board of Directors composed of one or more directors. The number of directors may be either increased or diminished from time to time by the by-laws. The name and address of the initial directors of this corporation are:

M. Catherine Zahn
416-14th Avenue Northeast
St. Petersburg, Florida 33701

IN WITNESS WHEREOF, I have executed these Articles of Incorporation in duplicate, this 7th day of January, 1998,

A.D.


M. CATHERINE ZAHN

STATE OF FLORIDA)
COUNTY OF PINELLAS)

BEFORE ME, the undersigned authority, personally appeared
M. CATHERINE ZAHN well known to be the person(s) described in and
who executed the foregoing Articles of Incorporation, and who
acknowledged before me that she executed the same for the uses and
purposes therein expressed.

WITNESS my hand and official seal, at St. Petersburg,
in the County and State last aforesaid, this 7th day of
January A.D., 1998.



ROBERT D CARREIRO
My Commission CC457729
Expires May. 01, 1999
Bonded by HAI
808-422-1555

Robert D. Carreiro
NOTARY PUBLIC

My Commission Expires

CERTIFICATE DESIGNATING REGISTERED OFFICE FOR THE SERVICE OF PRO-
CESS WITHIN THIS STATE, NAMING REGISTERED AGENT UPON WHOM PROCESS
MAY BE SERVED.

That INDENTURED ORTHODONTIC, INC., desiring to organize
under the State of Florida, with its registered office at 416-
14th Avenue Northeast, St. Petersburg, Florida, 33701 has named
M. Catherine Zahn at 416-14th Avenue Northeast, St. Petersburg,

Florida 33701 as its registered agent to accept service in this State.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above-named corporation at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

M. Catherine Zahn
M. CATHERINE ZAHN
Registered Agent

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