THE LAW OFFICE OF

MICHAEL N. KAVOUKLIS

1000 N. ASHLEY DRIVE, SUITE 516 - TAMPA, FL 33602 (813) 221-4090 FAX (813) 229-2323

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January 22, 1998

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

Dear Sir,

Enclosed, please find an original and copy of the Articles of Incorporation for Brandon Family Dental Care Associates, P.A. A check for \$70.00 to cover the filing fee is also enclosed.

Please return a stamped copy of the filed Articles of Incorporation for Brandon Dental Care Associates, P.A.

Thank you.

Michael M. Kavouklis Registered Agent

MNK:JRG

Enclosures

MICHAEL K.

AUTHORIZATION BY PHONE TO CORRECT PRINCIPAL OFFICE ADDRESS

DATE 1-27-98

DOC. EXAM __AL

EFFECTIVE DATE 02-01-98

JN 1-27-98

ARTICLES OF INCORPORATION OF BRANDON FAMILY DENTAL CARE ASSOCIATES, P.A.

THE UNDERSIGNED Natural person, who is licensed or otherwise legally authorized to practice the profession of dentistry in the State of Florida, for the purpose of forming a professional corporation in accordance with the Florida Professional Service Corporation Act, Chapter 621, Florida Statutes, hereby adopts the following articles of incorporation for such corporation:

ARTICLE I.
NAME

The name of the corporation is:

Brandon Family Dental Care Associates, P.A

ARTICLE II.
DURATION

The corporation shall have perpetual existence commencing on February 1, 1998

EFFECTIVE DATE

02-01-98

ARTICLE III. PURPOSES

The purpose for which the corporation is organized is to engage in the practice of dentistry; to treat; to prescribe; to diagnose; or to operate for any disease, pain, injury, deficiency, deformity, or physical condition of the human teeth, gums, jaws, and adjacent tissues; to furnish, construct, reproduce, or repair prosthetic dentures or bridges to be used and worn as substitutes for natural teeth; and to supply, repair, or construct orthodontic or various appliances used for the correction of malocclusion or deformities of other structures; to own and operate a dentist office; and to engage in related activities.

ARTICLE IV. CAPITAL STOCK

- (a) The corporation is authorized to issue 1,000 shares of \$.10 par value common stock.
- (b) Shares may only be issued to, held by, or transferred to a person who is licensed to practice dentistry in the State of Florida or who is otherwise eligible to be a shareholder under the Florida Professional Corporation Act.

ARTICLE V. QUORUM FOR STOCKHOLDERS MEETINGS

Unless otherwise provided for in the Corporation's bylaws, a majority of the shares entitled to vote, represented in person or by proxy, shall be required to constitute a quorum at a meeting of shareholders.

ARTICLE VI. INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of this corporation is:

1000 North Ashley Drive Suite 516 Tampa, FL 33602

and the name of the initial registered agent of the corporation at such address is MICHAEL N. KAVOUKLIS.

ARTICLE VII. INITIAL BOARD OF DIRECTORS

The corporation shall have at least one (1) director initially. The number of directors may be either increased or diminished from time to time in the manner provided in the bylaws but shall never be less than one. The name and address of the initial directors of the corporation are as follows:

NICHOLAS M. KAVOUKLIS 2601 Jetton Avenue Tampa, FL 33629

ARTICLE VIII.
INCORPORATORS & PRINCIPAL OFFICE ADDRESS

The name and address of the Corporation's incorporator is:

NICHOLAS M. KAVOUKLIS 2601 Jetton Avenue Tampa, FL 33629

ARTICLE IX. RESTRICTIONS ON TRANSFER OF CAPITAL STOCK

Unless otherwise provided in the corporation's bylaws, no shares of the capital stock of this corporation may be transferred without the prior approval of the corporation's Board of Directors.

ARTICLE X. INDEMNIFICATION

The corporation shall indemnify its officers, directors, and authorized agents for all liabilities incurred directly, indirectly or incidentally to services performed for the Corporation to the fullest extent permitted under Florida law or duly enacted rules of professional and ethical conduct existing now or hereinafter enacted.

ARTICLE XI. PREEMPTIVE RIGHTS

The holders of the common stock of this corporation shall have preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Board of Directors, those shares of the common stock of this corporation which may be issued from time to time for money, property, or past services in addition to that stock authorized and issued by the corporation. The preemptive right of any shareholder is determined by the ratio of the authorized ad issued shares of common stock held by the holder and all shares of common stock currently authorized and issued.

ARTICLE XII. DISSOLUTION BY OPERATION OF LAW

Should, at any time, the corporation cease to have a shareholder licensed to practice dentistry in the state of Florida, or who is otherwise eligible to be a shareholder under the Florida Professional Corporation Act, and actually practicing, except during periods of disability, or should the Corporation fail to redeem, cancel or transfer within a reasonable time the shares of a deceased, retired, or disqualified shareholder, the corporation shall cease to be a professional corporation and shall operate as a corporation for profit organized under the general corporation laws of the State of Florida for the sole purpose of liquidation.

IN WITNESS WHEREOF, the undersigned incorporator and registered agent have executed these Articles of Incorporation the 22nd day of December 1998.

NICHOLAS M. KAVOUKLIS
Incorporator

STATE OF FLORIDA

STATE OF FLORIDA

SS:

COUNTY OF HILLSBOROUGH

SON THE STATE of FLORIDA

SS:

COUNTY OF HILLSBOROUGH

STATE OF FLORIDA

SS:

COUNTY OF HILLSBOROUGH

Before me, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared NICHOLAS M. KAVOUKLIS and MICHAEL N. KAVOUKLIS known to me and known by me to be the persons who are subscribed to the within instrument and acknowledged that each executed the same for the purposes therein contained.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed by official seal in the state and county aforesaid, this 22^{nd} day of January 1998.

FRANK II. POTTEH
COMMISSION # CC 463149
EXPIRES JUN 21, 1999
BONDED THRU
ATLANTIC BONDING CO., INC.

Notary Public, State of Florida

My Commission Expires: JUNE 21, 1999