

P98000012796

Stanley A. Spring  
Attorney at Law  
109 North Palafox Street  
Pensacola, Florida 32501

Telephone: 850-470-0301

Facsimile: 850-434-8922

February 5, 1998

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

900002424709--1  
-02/09/98--01027--014  
\*\*\*\*122.50 \*\*\*\*122.50

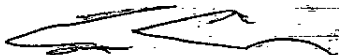
Re: Emerald Coast Dental Labs of Pensacola, Inc.

Dear Sir or Madam:

Enclosed please find the original and one copy of the Articles of Incorporation for the above corporation. Please file this corporation and return the certified copy to my office. Also enclosed is a check in the amount of \$122.50 for the filing fee, \$35.00; certified copy, \$52.50; and registered agent designation, \$35.00.

Thank you for your attention to this matter. Extending you the kindest professional courtesies, I remain

Sincerely yours,



Stanley A. Spring  
Attorney at Law

SAS:jan  
Enclosures

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 FEB -9 PM 3:19

RP  
2-9-98

**ARTICLES OF INCORPORATION  
OF  
EMERALD COAST DENTAL LABS OF PENSACOLA, INC.**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATION

98 FEB -9 PM 3:19

**ARTICLE I.  
NAME**

The name of the corporation shall be EMERALD COAST DENTAL LABS OF PENSACOLA, INC.

**ARTICLE II.  
DURATION**

The duration of the corporation shall be perpetual and its existence shall commence upon the filing of these Articles by the Florida Department of State.

**ARTICLES III.  
PURPOSE**

The corporation is organized for the purpose of transacting any or all lawful business.

**ARTICLES IV.  
CAPITAL STOCK**

The corporation is authorized to issue TEN THOUSAND (10,000), shares of One Dollar (\$1.00) par value common stock..

**ARTICLE V.  
PRINCIPAL OFFICE AND MAILING ADDRESS  
INITIAL REGISTERED OFFICE AND REGISTERED AGENT**

The corporation's principal place of business and mailing address is Post Office Box 1406, Gulf Breeze, Florida 32561. The street address of the initial registered office of the corporation is 109 North Palafox Street, Pensacola, Florida 32501, and the initial registered agent and such address is Shirley McGraw.

**ARTICLE VI.**  
**INITIAL BOARD OF DIRECTORS**

The corporation shall have one (1) Director initially. The number of Directors may be either increased or diminished from time to time by the bylaws but shall never be less than one.

**ARTICLE VII.**  
**INCORPORATOR**

The name and address of the incorporator is:

<u>Name</u>	<u>Address</u>
Shirley McGraw	Post Office Box 1406 Gulf Breeze, Florida 32561

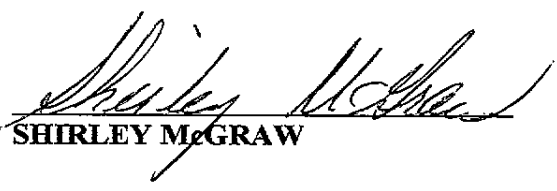
**ARTICLE VIII.**  
**BYLAWS**

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the shareholders.

**ARTICLE IV.**  
**AMENDMENT**

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF the undersigned incorporator has executed these Articles of Incorporation this 5th day of FEBRUARY, 1998.

  
SHIRLEY MCGRAW

**ACCEPTANCE OF REGISTERED AGENT  
FOR  
EMERALD COAST DENTAL LABS OF PENSACOLA, INC.**

Having been named as accept service of process for the above stated corporation, at the place designated in the Articles of Incorporation, the undersigned hereby accepts to act in this capacity and agrees to comply with the provisions of law relative to keeping open said office. I am familiar with and accept the obligations of my position as registered agent.

Dated this 5th day of FEBRUARY, 1998.

  
SHIRLEY MCGRAW

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 FEB -9 PM 3:19