

P980000 15458  
LAW OFFICES OF  
BAXTER & STROHAUER, P.A.

CITIZENS BANK BUILDING, SUITE 300  
1150 CLEVELAND STREET  
CLEARWATER, FL 33755

JAMES A. BAXTER  
GARY N. STROHAUER  
ELIZABETH R. MANNION

February 13, 1998

TEL (813) 461-6100  
FAX (813) 447-6899  
EMAIL: lawyer@baxstroh.com

Florida Secretary of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, Florida 32314

400002431954--9  
-02/16/98--01118--003  
\*\*\*\*122.50 \*\*\*\*122.50

Re: Dental Specialties, Inc.

Dear Sir:


Enclosed please find an original and one copy of the Articles of Incorporation and Registered Agent Certificate for the above-named proposed Florida corporation. Also enclosed is our firm's check in the amount of \$122.50 representing payment of the following:

Filing fee	\$35.00
Certified Copy fee	52.50
Registered Agent fee	35.00

Please file the enclosed Articles of Incorporation and return a certified copy to the undersigned.

Very truly yours,

BAXTER & STROHAUER

  
Gary N. Strohauser

GNS/kc  
Enclosures

corp/dental/secstate

FILED  
98 FEB 16 AM 11:18  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

i [B. BROCK FEB 17 1998

ARTICLES OF INCORPORATION

OF

DENTAL SPECIALTIES, INC.

ARTICLE I. CORPORATE NAME.

The name of this corporation is: DENTAL SPECIALTIES, INC.

ARTICLE II. NATURE OF BUSINESS AND POWERS.

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III. CAPITAL STOCK.

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is One Thousand (1,000) shares of common stock (having a par value of 1.00 per share).

ARTICLE IV. TERM OF EXISTENCE.

This Corporation shall have perpetual existence, commencing upon filing of these articles.

ARTICLE V. REGISTERED AGENT AND INITIAL REGISTERED OFFICE.

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

Walter M. Johnson, III  
460 E. Lemon Street, Suite E  
Tarpon Springs, FL 34689

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

ARTICLE VI. BOARD OF DIRECTORS.

This Corporation shall have four (4) directors initially. The number of directors may be increased or diminished from time to time by Bylaws adopted by the stockholders, but shall never be less than one.

ARTICLE VII. INITIAL DIRECTORS.

The names of the initial directors of this Corporation and their street addresses are:

Dr. Theodore R. Kielts  
460 E. Lemon Street, Suite E  
Tarpon Springs, FL 34689

Walter M. Johnson, III  
460 E. Lemon Street, Suite E  
Tarpon Springs, FL 34689

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TALLAHASSEE, FLORIDA

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Kristen M. Kielts  
460 E. Lemon Street, Suite E  
Tarpon Springs, FL 34689

Richard W. Johnson  
460 E. Lemon Street, Suite E  
Tarpon Springs, FL 34689

The persons named as initial directors shall hold office for the first year of existence of this Corporation or until their successors are elected or appointed and have qualified, whichever occurs first.

ARTICLE VIII. INCORPORATOR.

The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

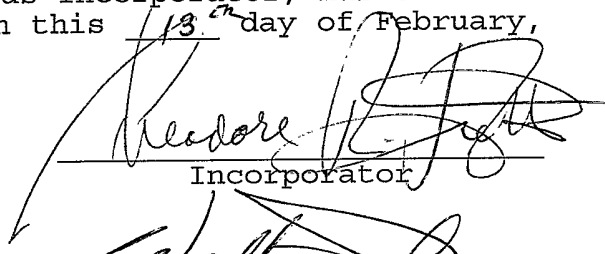
Walter M. Johnson, III  
460 E. Lemon Street, Suite E  
Tarpon Springs, FL 34689


Dr. Theodore Kielts  
460 E. Lemon Street, Suite E  
Tarpon Springs, FL 34689

ARTICLE IX. AMENDMENT.

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation on this 13<sup>th</sup> day of February, 1998.

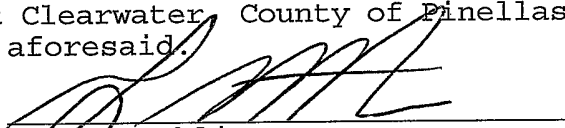
  
Incorporator

  
Incorporator

STATE OF FLORIDA  
COUNTY OF PINELLAS

I HEREBY CERTIFY that on this 13<sup>th</sup> day of February, 1998, before me personally appeared, Walter M. Johnson, III and Dr. Theodore Kielts, who are personally known to me, and who executed the foregoing instrument and they acknowledged the execution thereof to be their free act and deed, for the uses and purposes therein mentioned.

WITNESS my hand and official seal at Clearwater, County of Pinellas, State of Florida, the day and year last aforesaid.

  
Notary Public

My Commission Expires:



Gary N. Strohauser  
MY COMMISSION # CC706522 EXPIRES  
January 5, 2002  
BONDED THRU TROY FAIN INSURANCE, INC.

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN THIS STATE  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

First -- That DENTAL SPECIALTIES, desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at 460 E. Lemon Street, Suite E, City of Tarpon Springs, County of Pinellas, State of Florida has named Walter M. Johnson, III located at 460 E. Lemon Street, Suite E, City of Tarpon Springs, County of Pinellas, State of Florida as its agent to accept service of process within this state.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated 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.

BY: \_\_\_\_\_

Walter M. Johnson, III  
Registered Agent

**FILED**  
98 FEB 16 AM 11:18  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA