

P98000043044

SÉRGIO LUIS LEAL
2500 W Commercial BLVD
TAMARAC, Florida 33309-2945

May 07, 1998

Secretary of State
Corporation Division
Executive Towers
Tallahassee, FL 32304

Dear Sir or Madam:

Enclosed please find the Articles of Incorporation of SYSTEM DENTAL CORP.. Please file these with the appropriate authorities. I have enclosed a check to cover the filing costs and fees.

If you have any questions or should you require any further information, please contact me at the address above.

Sincerely,


SÉRGIO LUIS LEAL

900002519189--2
-05/11/98--01137--001
*****70.00 *****70.00

FILED
98 MAY 11 AM 9:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

5/13/98

Articles of Incorporation
of
SYSTEM DENTAL CORP.

FILED

98 MAY 11 AM 9:47

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I.
Name

The name of the Corporation is SYSTEM DENTAL CORP., hereinafter referred to as the "Corporation."

II.
Purposes

The purpose of the Corporation is to transact any and all lawful business for which corporations may be incorporated under the laws of the State of Florida, as they may be amended from time to time.

III.
Principal Office and Registered Agent

The principal office of the Corporation is 2500 W Commercial BLVD, TAMARAC, Florida 33309-2945. The Corporation may maintain offices and/or transact business at other locations, either within or without the State of Florida. The name and address of the registered agent for service of process upon the Corporation is Sérgio Luis Leal, 2500 W Commercial BLVD, Tamarac, Florida 33309-2945.

IV.
Duration

The duration of the Corporation shall be perpetual.

V.
Initial Business

The initial business of the Corporation shall be: **IMPORT & EXPORT**

VI.
Capital Stock

The Corporation is authorized to issue only one class of shares of stock which shall be designated Common Stock. The total number of shares the Corporation shall have authority to issue is 1000 each share to have a par value of \$ 1.00.

VII.
Incorporators

The names and mailing addresses of the incorporators are:

| <u>Incorporator Name</u> | <u>Incorporator Address</u> |
|--------------------------|---|
| SÉRGIO LUIS LEAL | 2500 W Commercial BLVD-Tamarac-FL-33309 |
| GENY GAC LEAL | 2500 W Commercial BLVD-Tamarac-FL-33309 |

VIII.
Directors

The number of directors constituting the initial Board of Directors of the Corporation is: 2 (TWO). The name(s) and address(es) of the person(s) who is/are appointed to act as the initial director(s) of the Corporation is/are:

| <u>Director Name</u> | <u>Director Address</u> |
|----------------------|---|
| SÉRGIO LUIS LEAL | 2500 W Commercial Blvd-Tamarac-FL-33309 |
| GENY GAC LEAL | 2500 W Commercial-Blvd-Tamarac-FL-33309 |

IX.
No Personal Liability

The private property of the stockholders shall not be subject to the payment of corporate debts.

X.
Operating Provisions

The provisions for the operation, regulations, and management of the business and internal affairs of the Corporation shall be as set forth in the Bylaws, which may be amended from time to time by a majority vote of a quorum of the Board of Directors.

XI.
Fiscal Year

The fiscal year of the Corporation shall be from JANUARY to DECEMBER of each year.

IN WITNESS WHEREOF, we have hereunto set our hands and seals on this, the 7 day of may, 1998.



President




Vice-President

State of FLORIDA

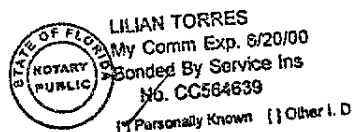
County of BROWARD

BEFORE ME, the undersigned authority, on this day personally appeared _____, known to me to be the person described in, and whose name is subscribed to the foregoing document, who on oath stated to me that he/she executed the same for the purposes and consideration therein expressed.

SUBSCRIBED AND SWORN TO BEFORE ME this the 7 day of APRIL, 1998.


Notary Public in and for the
State of FLORIDA

My Commission Expires: 6-20-00

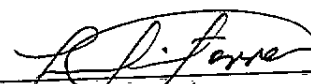


State of FLORIDA

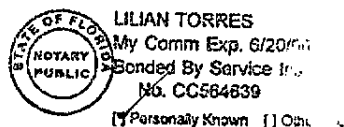
County of BROWARD

BEFORE ME, the undersigned authority, on this day personally appeared SERGIO LEAL & GENY GAC LEAL, known to me to be the person described in, and whose name is subscribed to the foregoing document, who on oath stated to me that he/she executed the same for the purposes and consideration therein expressed.

SUBSCRIBED AND SWORN TO BEFORE ME this the 7 day of APRIL, 1998.


Notary Public in and for the
State of FLORIDA

My Commission Expires: 6-20-00



ACCEPTANCE BY THE REGISTERED AGENT

Having been named to accept services and processes for **SYSTEM DENTAL CORP.**, at a place designated by the articles of incorporation, I hereby accept to act in this capacity and agree to comply with the provisions of the Florida Statutes, relative to keeping open said office for services and process.



Sérgio Luis Leal
Registered Agent

FILED
98 MAY 11 AM 9:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA