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LAW OFFICES OF
JOHN D. SPEAR
SUNSHINE PROFESSIONAL CENTER
9200 BONITA BEACH ROAD
SUITE 204
BONITA SPRINGS, FLORIDA 34135-4278

JOHN D. SPEAR
BOARD CERTIFIED REAL ESTATE ATTORNEY
JAMES E. KERR

(941) 947-1102
FAX (941) 947-5055

May 27, 1998

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

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***122.50 ***122.50

RE: BONITA ESTERO DENTAL GROUP, P.A.

Dear Sir or Madam:

Enclosed are two originals of the Articles of Incorporation for the above-named proposed Florida corporation. Also enclosed is our check in the amount of \$122.50 representing payment of the following:

Filing Fee	\$ 35.00
Certified Copy	52.50
Registered Agent Designation	35.00
	<u>\$122.50</u>

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

Thank you for your courtesies in this matter.

Sincerely,

John D. Spear

John D. Spear

JDS/sav

Enclosures

FILED
98 JUN -5 AM 9:25
SECRETARY OF STATE
TALLAHASSEE FLORIDA

*Don't
5/29/98*

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 2, 1998

JOHN D. SPEAR, ESQUIRE
9200 BONITA BEACH ROAD
SUITE 204
BONITA SPRINGS, FL 34135-4278

SUBJECT: BONITA ESTERO DENTAL GROUP, P.A.
Ref. Number: W98000012580

We have received your document for BONITA ESTERO DENTAL GROUP, P.A. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6933.

Dana Calloway
Document Specialist

Letter Number: 098A00031017

LAW OFFICES OF
JOHN D. SPEAR
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SUITE 204
BONITA SPRINGS, FLORIDA 34135-4278

JOHN D. SPEAR
BOARD CERTIFIED REAL ESTATE ATTORNEY
JAMES E. KERR

(941) 947-1102
FAX (941) 947-5055

June 4, 1998

Ms. Dana Calloway
Document Specialist
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

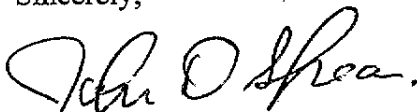
RE: Bonita Estero Dental Group, P.A.
Reference Number: W98000012580

Dear Ms. Calloway:

Pursuant to your letter of June 2, 1998 with regard to the above, a copy of which is enclosed as requested, please find the corrected documents for filing.

If you should have any questions regarding the enclosed or if you should require anything further, please do not hesitate to contact me.

Sincerely,



John D. Spear
JDS/eca

Enclosures

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ARTICLES OF INCORPORATION

98 JUN -5 AM 9:25

OF

SECRETARY OF STATE
TALLAHASSEE FLORIDA

**BONITA ESTERO DENTAL GROUP, P.A.
A PROFESSIONAL CORPORATION**

THE UNDERSIGNED, being duly licensed to practice dentistry in the State of Florida, desires to form a professional corporation in accordance with Chapters 607 and Chapter 621 of the Florida Statutes and adopts the following Articles of Incorporation:

ARTICLE I. NAME

The name of the Corporation shall be:

BONITA ESTERO DENTAL GROUP, P.A.

ARTICLE II. REGISTERED OFFICE AND AGENT AND PRINCIPAL OFFICE

The location and address of the Corporation's initial registered office in Florida and the Corporation's principal office is 24940 S. Tamiami Trail, Bonita Springs, Florida, 34134, Lee County, Florida. The initial registered agent at the registered office is **CLAUDIE I. DELGADO-FEENEY, D.M.D.**

ARTICLE III. PURPOSE

The purpose for which the Corporation is organized shall be to engage in the practice of dentistry within the State of Florida, and to take all actions that are necessary or proper in connection with that practice.

ARTICLE IV. DURATION

The term of existence of the Corporation is perpetual.

ARTICLE V. PROFESSIONAL SERVICES

The professional services of the Corporation shall be rendered only through officers, employees, and agents who are duly licensed or otherwise legally authorized to practice dentistry within the State of Florida. Professional services shall be rendered in each case by the officer, employee, or agent designated solely by this Corporation, acting through its duly elected officers. This provision shall not be applicable to the extent it is in conflict with the law or the professional rules of the practice of dentistry.

ARTICLE VI. INCORPORATOR

The name and post office address of the incorporators are:

CLAUDIE I. DELGADO-FEENEY, D.M.D.
25051 Bally Castle Court, Unit 202
Bonita Springs, Florida 34134

OWEN F. FEENEY, D.M.D.
25051 Bally Castle Court, Unit 202
Bonita Springs, Florida 34134

ARTICLE VII. DIRECTOR

The Board of Directors shall consist of two (2) members.

The names and addresses of the Directors are:

CLAUDIE I. DELGADO-FEENEY, D.M.D.
25051 Bally Castle Court, Unit 202
Bonita Springs, Florida 34134

OWEN F. FEENEY, D.M.D.
25051 Bally Castle Court, Unit 202
Bonita Springs, Florida 34134

ARTICLE VIII. CAPITAL STOCK

The number of shares of stock that the Corporation is authorized to have outstanding is 7,500, all of which shall be common shares, with a par value of \$1.00.

ARTICLE IX. STATED CAPITAL

The amount of capital with which the Corporation shall begin business is \$1,000.00

ARTICLE X. AMENDMENT OF ARTICLES

The Corporation reserves the right to amend these Articles of Incorporation at any time in a manner now or subsequently permitted by statute. Any change authorized by the holders of shares entitling them to exercise a majority of the voting power of the Corporation, or any greater number that may then be required by statute, shall be binding and conclusive on every shareholder of the Corporation as fully as if each shareholder had voted for the change. No shareholder, notwithstanding that he or she may have voted against the amendment or may have objected in writing, shall be entitled to payment of the fair cash value of his or her shares or any other rights of a dissenting shareholder.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation on this 21st day of May, 1998.



CLAUDIE I. DELGADO-FEENEY, D.M.D.
Incorporator



OWEN F. FEENEY, D.M.D.
Incorporator

STATE OF FLORIDA

COUNTY OF LEE

The foregoing instrument was acknowledged before me this 21st day of May, 1998, by CLAUDIE I. DELGADO-FEENEY, D.M.D. and OWEN F. FEENEY, D.M.D. of BONITA ESTERO DENTAL GROUP, P.A., a Florida corporation. They are personally known to me or have produced a driver's license as identification and who did (did not) take an oath.

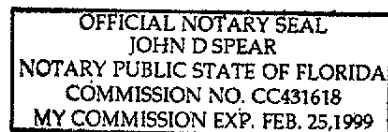
John D. Spear

Signature of Notary Public

John D. Spear

Printed Name of Notary Public

Commission Expires:



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

In compliance with Section 48.091, Florida Statutes, the following is submitted:

That **BONITA ESTERO DENTAL GROUP, P.A.**, desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at LEE County, State of Florida, has named **CLAUDIE I. DELGADO-FEENEY, D.M.D.** as its agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above-named Corporation, at the place designated in this Certificate, the undersigned agrees to act in this capacity and agrees to comply with the provisions of Florida law relative to keeping the designated office open.

Claudio Feeny, DMD
CLAUDIE I. DELGADO-FEENEY, D.M.D.
Registered Agent

FILED
98 JUN -5 AM 9:25
SECRETARY OF STATE
TALLAHASSEE FLORIDA