Susan J. Cawthorne, Esquire

Licensed to practice in Florida and New Hampshire

P98000101007

11/14/98

State of Florida

Division of Corporations

Post Office Box 6327

Tallahassee, Florida 32314

400002701874--2 -12/03/38--01013--016

Re:

Heritage Dental of Central Florida, PA

Dear Sir or Madam:

Enclosed please find an original and one copy of the Articles of Incorporation for Heritage Dental of Central Florida, PA, with the Certificate Designating Registered Agent. Please file the original in your offices and certify and return to us one certified copy.

I am enclosing my client's check in the amount of \$122.50, covering:

\$35.00 Filing Fee \$52.50 Certified Copy

\$35.00 Registered Agent Designation

\$122.50

Total Filing Fees

Should you have any questions, please feel free to contact me at your earliest convenience.

Very truly yours,

Susan J. Cawthorne, Esquire

SJC/bh

Enclosures

F. CHESSER

DEC 4 1998

Cc: client

ARTICLES OF INCORPORATION OF HERITAGE DENTAL OF CENTRAL FLORIDA, PA

I, the undersigned, do hereby execute these Articles of Incorporation for the purpose of forming a professional service corporation under the Florida Professional Service Corporation Act, and hereby adopt the following Articles of Incorporation.

ARTICLE I - NAME AND PRINCIPAL OFFICE

The name of this corporation is: HERITAGE DENTAL OF CENTRAL FLORIDA,

The principal address of the corporation is 422 Teague Trail, Lady Lake, Florida 32159.

ARTICLE II - DURATION

The corporation shall have perpetual existence.

ARTICLE III - PURPOSE

The corporation may transact any and all lawful business for which the corporation may be incorporated under the Florida Professional Service Corporation Act, and to specifically provide dental services to the general public.

ARTICLE IV - CAPITAL STOCK

The aggregate number of shares that the corporation has the authority to issues is

Ten Thousand (10,000), all of which shall be common shares with a par value of \$1.00 per share.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered agent of this corporation is 1611 Durango Drive, Lady Lake, Florida 32159, and the name of the initial registered agent of this corporation is Susan J. Cawthorne, Esquire.

ARTICLE IX - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The names and addresses of the persons who shall serve as directors until successors have been elected and qualified, are as follows:

Kenneth Cohrn, 15714 Acorn Circle, Tavares, Florida 32778

ARTICLE VII - INCORPORATORS

The name and address of the initial incorporator, who is signing these Articles, is:

Kenneth Cohrn, 15714 Acorn Circle, Tavares, Florida 32778

ARTICLE VIII - AMENDMENT

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

IN WITNESS WHEREOF, the undersigned subscriber has executed

these Articles of Incorporation this
1998. Kenneth Cohrn
STATE OF FLORIDA COUNTY OF LAKE The foregoing instrument was acknowledged before me this 12 day of personally known to me or [] who has produced as identification and who (did) (did not) take an oath.
Notary Public, at Large (Print Name) My Commission Expires:

Susan J Cawthorne

My Commission CC777636

Expires September 23, 2002

ACCEPTANCE OF APPOINTMENT

Having been named to accept service of process for HALLMARK DENTAL, PA, I hereby declare my acceptance of the appointment as registered agent and registered office of this corporation. I agree to so serve and to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Susan J. Cawthorne, Esquire