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TRANSMITTAL LETTER

November 22, 1999

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*****52.50 *****52.50

Department of State
Division of Corporations
Amendment Section
P O Box 6327
Tallahassee, FL 32314

SUBJECT: Articles of Amendment to Articles of Incorporation of:

GULF DENTAL CENTER, INC.

Enclosed is an original and one (1) copy of the Articles of Amendment to Articles of Incorporation and a check for \$52.50 for the filing fee (\$35.00), a Certified Copy (\$8.75) and a certificate of status (\$8.75).

FROM:

Incorporator
Anne Daffin Harris
1304 Harrison Avenue
Panama City, FL 32401-2435

PHONE: 850-763-0447

FAX: 850-763-0447

FILED
99 NOV 30 AM 9:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend NC

T. LEWIS DEC 7 1999

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
GULF DENTAL CENTER, INC.

FILED
99 NOV 30 AM 9:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation.

FIRST: Amendments adopted are as follows:

Article I is amended to read as follows:

ARTICLE I - NAME

The name of the corporation is:

GULF DENTAL CENTER, P.A.

Article III is amended to read as follows:

ARTICLE III - SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

Number. the corporation shall have the authority to issue 1000 shares of One Dollar (\$1.00) par value of Capital Stock.

Initial Issue. Two Hundred and Fifty (250) shares of the Capital Stock of the corporation shall be issued for cash at a value of One Dollar (\$1.00) per share.

Stated Capital. The sum of the value of all shares of Capital Stock of the corporation that have been issued shall be the stated capital of the corporation at any particular time.

Dividends. The holders of the outstanding Capital Stock shall be entitled to receive, when and as declared by the Board of Directors, dividends payable either in cash, in property, or in shares of the Capital Stock of the corporation.

No Classes of Stock. The shares of the corporation are not to be divided into classes.

Subscriber. the name and post office address of the subscriber to these Articles of Incorporation, the number of shares she agrees to take and value of the consideration is:

<u>NAME</u>	<u>ADDRESS</u>
Arzu Ersoy, DMD	2202 State Avenue, Suite 206 Panama City, FL 32405

<u>NUMBER OF SHARES</u>	<u>VALUE OF CONSIDERATION</u>
250	\$250.00

Article VI is amended to read as follows:

ARTICLE VI - PURPOSE

The purpose for which this Corporation is organized is to provide medical dental services to any person needing such services and to do everything necessary, proper, advisable or convenient for the accomplishment of these business activities; and further to do all things that are not forbidden by law or by these Articles of Incorporation and to carry out the corporation's activities in any state or territory of the United States not forbidden by the laws of that state or by the laws of the United States.

Article VIII is amended to read as follows:

ARTICLE VIII - DIRECTOR

The corporation shall have one (1) director. The name and address of the director is:

<u>NAME</u>	<u>ADDRESS</u>
Arzu Ersoy, DMD	2202 State Avenue, Suite 206 Panama City, FL 32405

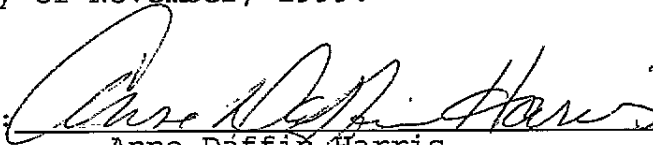
SECOND: Not applicable.

THIRD: The date of adoption of Amendment I, Amendment III, Amendment VI and Amendment VIII is November 22, 1999.

FOURTH: The amendments were adopted by the incorporator without shareholder action and shareholder action was not required.

Signed this 22nd day of November, 1999.

Signature:

A handwritten signature in cursive script, appearing to read "Anne Daffin Harris", written over a horizontal line.

Anne Daffin Harris
INCORPORATOR