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RICHARD P. MARKS (1876-1942)
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February 3, 1999

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

Re: S & S Dental Laboratory, Inc.
Our File No. 14561

Dear Sir or Madam:

Enclosed please find an original and one copy of Articles of Incorporation of S & S Dental Laboratory, Inc. for filing. Our check in the amount of \$122.50 is enclosed for the filing fees.

Please return a certified copy of the articles to me.

Thank you for your assistance.

Very truly yours,

MARKS, GRAY, CONROY & GIBBS

Dorothy Pearce
Dorothy E. Pearce
Paralegal

dep
Enclosures

Dmc
2/9/99

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-02/10/99--01002--007
*****78.75 *****78.75

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 FEB - 8 AM 10:16

FILED

*Called
sending a
correct check \$78.75*

FILED

99 FEB -8 AM 10:16

**ARTICLES OF INCORPORATION
OF
S & S DENTAL LABORATORY, INC.**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLE I
NAME AND PRINCIPAL PLACE OF BUSINESS**

The name of this Corporation is "S & S Dental Laboratory, Inc." Its initial principal place of business is 9109 Baymeadows Road, Suite 6, Jacksonville Beach, Florida 32256.

**ARTICLE II
NATURE OF BUSINESS**

This Corporation is organized for the purpose of engaging in and transacting any or all lawful business permitted under the laws of the State of Florida or any other state and of the United States.

**ARTICLE III
CAPITAL STOCK**

This Corporation is authorized to issue one thousand (1,000) shares of common stock having a par value of One Dollar (\$1.00) per share, which shares shall be and hereby are designated as "Common Shares".

**ARTICLE IV
TERM OF EXISTENCE**

The term for which this Corporation shall exist shall be perpetual, commencing on the date of the filing of these Articles.

**ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT**

The initial registered office of this Corporation in the State of Florida is 9109 Baymeadows Road, Suite 6, Jacksonville, Florida 32256, and the name of the initial registered agent of this Corporation at that address is Carol J. Shambow. The Board of Directors may, from time to time, change the registered agent or move the registered office to any other address in Florida.

**ARTICLE VI
INITIAL BOARD OF DIRECTORS**

This Corporation shall have three (3) Directors initially. The number of Directors may be increased or diminished, from time to time, but in no event shall the number of Directors be reduced below one (1). The names and addresses of the initial Directors of this Corporation are:

Name**Address**

Carol J. Shambow

9232 Arbolita Way
Jacksonville FL 32256

Robert Sanders

405 Aquarius Concourse
Orange Park FL 32073

Dawn M. Sanders

405 Aquarius Concourse
Orange Park FL 32073**ARTICLE VII
INCORPORATOR**

The name and address of the Incorporator of this Corporation are:

Name**Address**

Carol J. Shambow

9232 Arbolita Way
Jacksonville FL 32256**ARTICLE VIII
BYLAWS**

Both the shareholders and the Board of Directors may repeal, amend or adopt Bylaws for the Corporation, pursuant to these Articles, except that the shareholders may prescribe in any Bylaws made by them that such Bylaws shall not be altered, repealed or amended by the Board of Directors.

**ARTICLE IX
AMENDMENTS**

These Articles of Incorporation may be amended in the manner provided by law.

IN WITNESS WHEREOF, the undersigned Incorporator, being a natural person competent to contract, has hereunto set his hand and affixed his seal this 29th day of January, 1999.

Carol J. Shambow (SEAL)
Carol J. Shambow, Incorporator

FILED

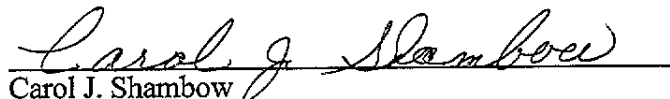
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**CERTIFICATE OF ACCEPTANCE OF DESIGNATION OF
REGISTERED AGENT OF**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Sections 48.091 and 607.034, Florida Statutes, the undersigned, having been designated as the initial Registered Agent for the service of process within the State of Florida upon S & S DENTAL LABORATORY, INC., a Corporation organized under the laws of the State of Florida, does hereby accept the appointment as such Registered Agent for the above-named Corporation, and does hereby agree to comply with the provisions of Section 48.091(2) relative to keeping open the Registered Office of said Corporation, which Registered Office is located at

IN WITNESS WHEREOF, I, such designated Registered Agent, have hereunto set my hand and seal at Jacksonville, Duval County, Florida, on this 29th day of January, 1999.


Carol J. Shambow
Registered Agent