PHANDS 990 WILLIAM G. PEMBROKE, CPA, P.A. 1922 SE PORT ST. LUCIE BLVD.

PORT ST LUCIE, FL 34952 (561) 335-2256 FAX (561) 335-9364

June 8, 1999

Department of State Division of Corporations Bureau of Corporate Records P.O. Box 6327 Tallahassee, FL 32314

700002903207--8 -06/14/99--01048--003 ****122.50 *****78.75

RE: TREASURE COAST DENTAL LABORATORY, INC.

Gentlemen:

I have enclosed the original and a copy of the articles of incorporation for TREASURE COAST DENTAL LABORATORY, INC. and a check in the amount of \$122.50 computed as follows:

Filing Fee	\$35.00	 =
Certified Copy		 ·
Registered Agent Fee		
Total	\$ 122.50	 ÷

Please certify the copy and return it to me.

Thank you very much for your attention to this matter.

Very truly yours,

William G. Pembroke, CPA

WGP:

enclosures

SECRETARY OF STATE TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

TREASURE COAST DENTAL LABORATORY, INC.



ARTICLE I - NAME

The name of this corporation is TREASURE COAST DENTAL LABORATORY, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of this filing of these Articles with the Department of State.

ARTICLE III - PURPOSE

This corporation is authorized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as now exists or may after be amended.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1000 shares of One Dollar (\$1.00) par value common stock which shall be designated as "Common Shares."

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 9422 SOUTH FEDERAL HIGHWAY, PORT ST. LUCIE, FLORIDA and the name of the initial registered agent of this corporation at the address is DR. LAWRENCE A. ROSS. The principal address is the same as the registered office.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one Director constituting the initial Board of Directors. The number of directors may be either increased from time to time by the bylaws; however, there shall never be less than one Director nor more than five. The name and address of the initial Board of Directors of the corporation is:

DR. LAWRENCE A. ROSS - President 8028 KIAWAH TRACE PORT ST. LUCIE FLORIDA 34986

ARTICLE VIII - INCORPORATORS

The name and address of the Incorporator signing these articles is:

DR. LAWRENCE A. ROSS - President 8028 KIAWAH TRACE PORT ST. LUCIE FLORIDA 34986

ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any officer or Directors or any former Officer or Directors, to the full extent permitted by law.

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersign	ned Incorporator	has o	conferred upor	these	Articles of
Incorporation on the 1-14 day of June	19 <u>99</u> .		0	1	
			$\Lambda = \Lambda / I$	' III n	
IN WITNESS WHEREOF, the undersign Incorporation on the 1+4 day of June	Incorporator		A 1	XVV	V

STATE OF FLORIDA

COUNTY OF ST LUCIE

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, DR. LAWRENCE A. ROSS personally appeared and known by me to be the person who executed the foregoing Articles of Incorporation, and they acknowledged before me that they executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this day of JUNE, 1999.

Notary Public State of Florida at Large

My commission expires:



99 JUN 14 AM 8: 12
SECRETARY OF STATE
ALLAHASSEE, FLORIDA

ACCEPTANCE

I, <u>DR. LAWRENCE A. ROSS</u>, state that I am a permanent resident of <u>ST. LUCIE</u> County, Florida. I hereby accept the foregoing designation of Resident Agent for <u>TREASURE</u> <u>COAST DENTAL LABORATORY, INC.</u> with its place of business at <u>9422 SOUTH FEDERAL HIGHWAY, PORT ST. LUCIE FLORIDA 34952.</u>