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BOARD CERTIFIED:
REAL ESTATE LAW

TELEPHONE (561) 391-7992
FAX (561) 347-0828

EFFECTIVE DATE
9-9-99

September 9, 1999

Secretary of State
Department of Corporations
P. O. Box 6327
409 East Gaines Street
Tallahassee, Florida 32301

100002984081--5
-09/10/99-01068--001
****122.50 *****78.75

Re: Stuart H. Elkin, D.M.D., P.A.

Gentlemen:

Enclosed herewith please find an original and one copy of the Articles of Incorporation for Stuart H. Elkin, D.M.D., P.A. a Florida professional corporation, along with my check in the amount of \$122.50 for the filing fee.

Thanking you in advance for your assistance and cooperation. If you have any questions, please do not hesitate to contact me.

Very truly yours,



Steven D. Rubin

SDR/mjh
enclosures

FILED
1999 SEP 10 AM 8:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Steven Rubin GAVE
AUTHORIZATION BY PHONE TO
CORRECT ✓ principal Address
DATE 9-17-99
DOC. EXAM Got

Got 9/17

FILED
1999 SEP 10 AM 8 40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

STUART H. ELKIN, D.M.D., P.A.

ARTICLE I

CORPORATION NAME

The name of this professional service corporation is STUART H. ELKIN, D.M.D., P.A.

ARTICLE II

PURPOSE

This professional service corporation may engage in and carry on all branches of dentistry within the State of Florida, in accordance with Chapter 607 of the Florida Statutes and the Florida Professional Services Corporation Act.

ARTICLE III

CAPITAL STOCK

This professional service corporation is authorized to issue 1,000 shares of common stock.

The common stock of the professional corporation shall have the following characteristics:

- (1) Par value shall be \$1.00 per share.
- (2) At all meetings of the stockholders, the common stockholders shall be entitled to cast one (1) vote for each share of common stock owned. That a common stockholder is interested in a matter shall not disqualify him from voting thereon.
- (3) Except as otherwise provided by law, the entire voting power for the election of directors and all other purposes shall

EFFECTIVE DATE
9-9-99

be vested exclusively in the holders of the outstanding stock.

- (4) No share of stock shall be issued or transferred to any person who is not a dentist duly licensed to practice dentistry in the State of Florida.

ARTICLE IV

TERM OF EXISTENCE

This professional corporation shall have perpetual existence.

ARTICLE V

The street address of the initial registered office of this professional corporation is 21838 Palm Grass Drive, Boca Raton, Florida 33428 and the name of the initial registered agent of this professional corporation at that address is STUART H. ELKIN . The Board of Directors may, from time to time, change the street address of the professional corporation as well as the location of its principal office. The principal office is the same as the registered agents address.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

The professional corporation shall have one (1) Director, initially. The number of Directors may be increased from time to time by the by-laws, but shall never be less than one (1). The name and address of the initial Director of this professional corporation is STUART H. ELKIN, 21838 Palm Grass Drive, Boca Raton, Florida 33428.

ARTICLE VII

INCORPORATORS

The name and address of the person signing these Articles is STUART H. ELKIN, 21838 Palm Grass Drive, Boca Raton, Florida 33428 who is a duly licensed dentist in the State of

Florida.

ARTICLE VIII

PRE EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this professional corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rate share (as nearly as may be done without issuance of fractional shares) at the price which it is offered to others.

ARTICLE IX

INDEMNIFICATION

This professional service corporation shall indemnify any officer or directors, or any former officer or director, to the full extent permitted by law.

ARTICLE X

DATE OF CORPORATE EXISTENCE

The date the beginning of the corporate existence of STUART H. ELKIN, D.M.D., P.A., shall be at the time of subscription and acknowledgment of these Articles.

ARTICLE XI

AMENDMENT

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

IN WITNESS WHERE, THE UNDERSIGNED SUBSCRIBER HAS EXECUTED THE

ARTICLES OF INCORPORATION THIS 9th DAY OF Sept, 1999.

Stuart H. Elkin
STUART H. ELKIN, Subscriber-Incorporator

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 9th day of Sept, 1999, by STUART H. ELKIN who personally appeared before me and (please check one)

is (are) personally known to me OR
 has (have) produced _____ as
identification and he/she/they

(please check one)
 did take an oath
 did not take an oath.

My Commission Expires:

Martha J. Hugo
Notary Public



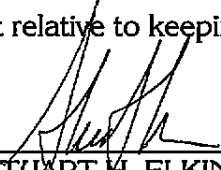
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In pursuance of Florida Statute 607.034, the following is submitted in compliance with said Act:

FIRST: That STUART H. ELKIND, M.D., P.A., desiring to organize under the Laws of the State of Florida with its principal offices in the Articles of Incorporation in the City of Boca Raton, Palm Beach County, State of Florida has named STUART H. ELKIN, 21838 Palm Grass Drive, Boca Raton, Florida 33428 as its agent to accept service of process within the State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated professional corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.



STUART H. ELKIN
Registered Agent

FILED
1999 SEP 10 AM 8:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA