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Cooper Ridge & Beale

1200 SunTrust Bank Building
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October 25, 1999

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Almer W. Beale, II
(1949 - 1999)

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****122.50 ****78.75

Office of the Secretary of State
Division of Corporations
The Capitol
Tallahassee, Florida 32399-0001

Gentlemen:

Please file the enclosed Articles of Incorporation Henry F. Thomas, P.A, returning one certified copy to me.

A check in the amount of \$122.50 is enclosed.

Very truly yours,

C. A. (Kim) White, ALA

Enclosure

99 OCT 27 PM 1:02
SECRETARIAT OF STATE
TALLAHASSEE, FLORIDA
FILED

OB
10-28-99
4

**ARTICLES OF INCORPORATION
OF
HENRY F. THOMAS, P.A.**

FILED
99 OCT 27 PM 1:02
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned, a doctor of dental surgery duly licensed to render professional services in the State of Florida, for the purpose of forming a professional corporation under the Florida Professional Service Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I

NAME AND PLACE OF BUSINESS

The name of this corporation is HENRY F. THOMAS, P.A., with its principal place of business at 3325-F Hendricks Avenue, Jacksonville, Florida 32207.

ARTICLE II

DURATION

This corporation shall exist perpetually. Corporate existence shall commence on the date these Articles are filed with the Secretary of State of Florida.

ARTICLE III

PURPOSE AND NATURE OF BUSINESS

This corporation is organized for the purpose of engaging in every phase and aspect of the business of rendering to the public through this corporation's officers, employees and agents who are duly licensed or otherwise legally authorized under the laws of the State of Florida to practice dental surgery, the same professional services that a dental surgeon licensed under the laws of the State of Florida is authorized to render; provided, however, that nothing in these Articles of Incorporation shall be interpreted to prohibit this corporation from investing its funds in real estate, mortgages, stocks, bonds or any other type of investments, or from owning real and personal property necessary for the rendering of such professional services.

ARTICLE IV

CAPITAL STOCK

(a) *Authorized Capital.* The authorized capital stock of this corporation shall consist of 100,000 shares of common stock having a par value of \$0.01 per share.

(b) *Limitation on Issuance.* None of the shares of capital stock of this corporation may be issued to anyone other than an individual duly licensed or otherwise legally authorized to practice dental surgery in the State of Florida.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 1200 SunTrust

Bank Building, 200 West Forsyth Street, Jacksonville, Florida 32202, and the name of the initial registered agent of this corporation at such address is George E. Ridge.

ARTICLE VI DIRECTORS

(a) *Number.* This corporation shall have one director initially. The number of directors may be increased or decreased from time to time by the bylaws, but shall never be fewer than one.

(b) *Initial Directors.* The initial director is Henry F. Thomas, whose street address is 3325-F Hendricks Avenue, Jacksonville, Florida 32207.

(c) *Compensation.* The Board of Directors is hereby specifically authorized to make provision for reasonable compensation to its members for their services as directors, and to fix the basis and conditions upon which such compensation shall be paid. Any director of this corporation may also serve this corporation in any other capacity and receive compensation therefor in any form.

(d) *Indemnification.* The Board of Directors is hereby specifically authorized to make provision for indemnification of directors, officers, employees and agents to the full extent permitted by law.

ARTICLE VII RESTRAINT ON ALIENATION OF SHARES

No shareholder of this corporation may sell, hypothecate or otherwise transfer his shares except to another individual who is eligible to be a shareholder of this corporation.

ARTICLE VIII BYLAWS

The initial bylaws of this corporation shall be adopted by the directors. Bylaws shall thereafter be adopted, altered, amended or repealed from time to time by either the shareholders or the directors, but the directors shall not alter, amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the directors.


ARTICLE IX INCORPORATOR

The name of the incorporator of this corporation is George E. Ridge, whose address is 1200 SunTrust Bank Building, 200 West Forsyth Street, Jacksonville, Florida 32202.

ARTICLE X AMENDMENT

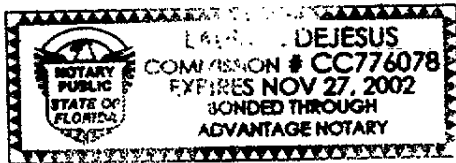
This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, and any right conferred upon the shareholders is subject to this reservation.


IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 21 day of October, 1999.


George E. Ridge
Incorporator

STATE OF FLORIDA
COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this 21 day of October, 1999 by George E. Ridge, who is personally known to me and who did not take an oath.




Printed name: Laura I. DeJesus
My commission expires: 11/27/02
Commission No.: CC776078

**CERTIFICATE DESIGNATING THE REGISTERED OFFICE
FOR THE SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA,
AND NAMING THE REGISTERED AGENT UPON WHOM
PROCESS MAY BE SERVED**

HENRY F. THOMAS, P.A., in compliance with Chapter 607.0501, Florida Statutes, and desiring to organize under the laws of the State of Florida with its registered office, as indicated in the Articles of Incorporation, at 1200 SunTrust Bank Building, 200 West Forsyth Street, Jacksonville, Florida 32202, has named George E. Ridge as its registered agent to accept service of process within the State of Florida at its registered office.

FILED
OCT 27 PM 1:03
STATE OF FLORIDA

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity and to comply with the provision of said statute relative to keeping said office open from 10:00 A.M. to 12:00 noon each day except Saturdays, Sundays and legal holidays; and, further, that I am familiar with, and accept, the obligations set forth under Section 607.1507, Florida Statutes.


George E. Ridge
Registered Agent