

P99000109521

22141 Lucky Lee Lane
Alva, Florida 33920
(941)728-5231

December 3, 1999

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

800003073708--6
-12/17/99-01055--001
*****70.00 *****70.00

RE: SOUTHWEST FLORIDA ORTHODONTIC ASSOCIATES, P.A.

Dear Sirs:

Enclosed for filing please find an original and one copy of Articles of Incorporation for the aforementioned. Our check in the amount of \$70.00 is enclosed for the filing, and registered agent designation fees.

Thank you.

Very truly yours,



WILLIS F. SAGE, JR.

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-12/17/99-01055--001
*****70.00 *****70.00

Enclosures/3

Willis F. Sage, Jr. GAVE
AUTHORIZATION BY PHONE TO
CORRECT P.A. PURPOSE
DATE 12-20-99
DOC. EXAM gj

FILED
99 DEC 17 PM 2:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

gj 12/20

ARTICLES OF INCORPORATION
OF
SOUTHWEST FLORIDA ORTHODONTIC ASSOCIATES, P.A.

FILED
99 DEC 17 PM 2:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be: SOUTHWEST FLORIDA ORTHODONTIC ASSOCIATES, P.A.

The principal place of business of this corporation shall be 22141 Lucky Lee Lane, Alva, Florida 33920.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation. *TO practice all aspects of orthodontics*

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000 shares of common stock having no par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 22141 Lucky Lee Lane, Alva, Florida 33920, and the name of the initial registered agent of the corporation at that address is Willis F. Sage, Jr.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. SPECIAL PROVISION

It is the intent of the incorporator that the corporation will qualify as an S corporation under the Internal Revenue Code. Such actions as are necessary will be taken by the appropriate officers to accomplish this compliance.

ARTICLE VII. DIRECTORS

This corporation shall have one director, initially. The names and street addresses of the initial members of the Board of Directors are:

Willis F. Sage, Jr.
22141 Lucky Lee Lane
Alva, Florida 33920

ARTICLE VIII. OFFICERS

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Willis F. Sage, Jr., President, Treasurer
22141 Lucky Lee Lane
Alva, Florida 33920

Catherine M. Sage, Vice President,
Secretary
22141 Lucky Lee Lane
Alva, Florida 33920

ARTICLE IX. INCORPORATOR

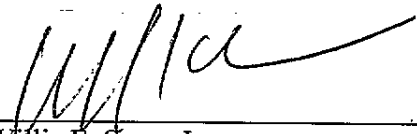
The name and street address of the incorporator to these Articles of Incorporation is:

Willis F. Sage, Jr.
22141 Lucky Lee Lane
Alva, Florida 33920

X. AMENDMENTS

These Articles may be amended by majority vote of the Directors and Shareholders.

IN WITNESS WHEREOF, the undersigned incorporator has hereunto set his hand the 15 day of December, 1999.




Willis F. Sage, Jr.

STATE OF FLORIDA
COUNTY OF LEE

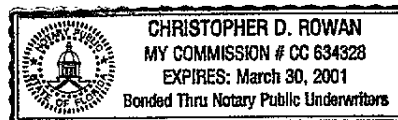
BEFORE ME, the undersigned authority, personally appeared Willis F. Sage, Jr. known to me to be the person described in and who executed the foregoing instrument, who acknowledged before me that he executed the same, and who produced FL DL as identification.

WITNESS my hand and official seal in the State and County last aforesaid on this 15 day of December 1999.



Notary Public

CHRISTOPHER ROWAN
Print Name of Notary
Certificate No. CC 634 328
My Commission Expires:



DISIGNATION OF REGISTERED AGENT

OF

SOUTHWEST FLORIDA ORTHODONTIC ASSOCIATES, P.A.

FILED
99 DEC 17 PM 2:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The above named corporation, desiring to organize under the laws of the State of Florida with its principal place of business and corporate offices, as indicated in the Articles of Incorporation at the City of Alva, Lee County, Florida, has named:

WILLIS F. SAGE, JR.

As its agent to accept service of process within this state, and as its registered agent for all purposes prescribed by the laws of the State of Florida.

ACKNOWLEDGMENT

Having been named to accept service of process and to serve as its registered agent for all statutory purposes, at the place designated in this certificate, I hereby accept said designation, provisions of law relative to keeping open said office.



WILLIS F. SAGE, JR.
REGISTERED AGENT