

FILED EFFECTIVE

ARTICLES OF INCORPORATION

2005 MAY 25 PM 2:21

OF

SECRETARY OF STATE

TOOTH ACRES DENTAL, INC. STATE OF IDAHO

THE UNDERSIGNED, being more than 21 years of age and acting as incorporator of a corporation under the Idaho Business Corporation Act, adopt the following Articles of Incorporation for such corporation:

ARTICLE ONE. Name. The name of the corporation shall be TOOTH ACRES DENTAL, INC..

ARTICLE TWO. Duration. The corporation shall exist perpetually.

ARTICLE THREE. The purpose for which the corporation is organized is the transaction of any and all lawful acts or activities for which a corporation may be organized under Idaho Code 30-1-3 of the Idaho Business Corporation Act of the State of Idaho as the same now exists or is hereinafter amended.

ARTICLE FOUR. The aggregate number of shares which the corporation shall have authority to issue is ONE THOUSAND (1,000), having no par value.

ARTICLE FIVE. Provisions denying preemptive rights are: NONE.

ARTICLE SIX. Provisions for the regulation of the internal affairs of the corporation are such as may be provided by the By-Laws of the corporation including provisions for the restrictions on the transfer of shares as provided in the Idaho Business Corporation Act Section 30-1-3(a).

ARTICLE SEVEN. Registered Office and Registered Agent. The address of Corporations initial registered office shall be 534 Washington St, Montpelier, Idaho 83254. The incorporation's initial registered agent as such address shall be Ardee Helm, Jr.

IDAHO SECRETARY OF STATE
05/25/2005 05:00
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ARTICLE EIGHT. The number of directors constituting the initial board of directors of the corporation is two (2) and the names and addresses of the persons who are to serve as directors until the first annual meeting of the shareholders or until their successors are elected and shall qualify are:

Shad R. Helm	105 East 10 th Ave. Suite #B Post Falls, ID 83854
Kathryn Helm	105 East 10 th Ave. Suite #B Post Falls, ID 83854

ARTICLE NINE: The name and address of the incorporator is: ARDEE HELM JR. 534 Washington St, Montpelier, Idaho 83254.

ARTICLE TEN: Other Provisions. The corporation reserves the right to amend all or appeal any provisions herein contained in a matter now hereinafter subscribed in the statutes of the State of Idaho and all rights and powers are granted subject to this reservation.

Any director and/or officer shall be indemnified of all liabilities, civil or criminal, incurred in relation to their duties including all reasonable expenses of defense except to the extent that they shall have then finally adjudged to be liable for negligence or misconduct in the manner out of which the liability arises.

I, the undersigned, for the purpose of forming a corporation under the laws of the State of Idaho, do make, file and record these Articles and certify that the facts therein stated are true and have herewith set my hand and seal this 25 day of May 2005.


ARDEE HELM JR.