

State of Idaho



CERTIFICATE OF AUTHORITY OF

DENTAL REGISTRY, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of DENTAL REGISTRY, INC.

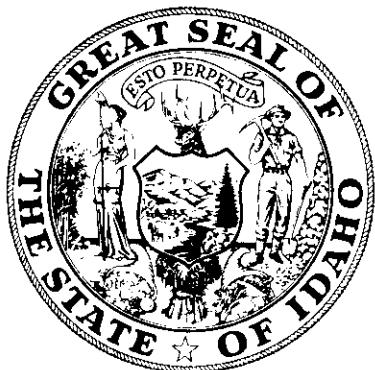
for a Certificate of Authority to transact business in this State, duly signed and verified pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to DENTAL REGISTRY, INC.

to transact business in this State under the name DENTAL REGISTRY, INC.

and attach hereto a duplicate original of the Application for such Certificate.

Dated April 19, 1984



Pete T. Cenarrusa
SECRETARY OF STATE

Denise Dier
Corporation Clerk

APPLICATION FOR CERTIFICATE OF AUTHORITY

To the Secretary of State of Idaho

Aug 19 1976

Pursuant to Section 30-1-110, **Idaho Code**, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose submits the following statement:

1. The name of the corporation is Dental Registry, Inc.

2. The name which it shall use in Idaho is Dental Registry, Inc.

(To be used only when required to avoid a conflict with a name already on file. Must be accompanied by a Board of Directors resolution adopting assumed name in Idaho.)

3. It is incorporated under the laws of Oregon

4. The date of its incorporation is 4/22/76 and the period of its duration is Perpetual

5. The address of its principal office in the state or country under the laws of which it is incorporated is
1933 S.W. Jefferson, Portland, OR 97201

6. The address to which correspondence should be addressed, if different from that in item 5.

Same

7. The street address of its proposed registered office in Idaho is 1006 E. Locust

Emmett, Idaho 83617, and the name of its proposed registered agent in Idaho at that address is Robert Stevens, D.M.D.

8. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:

dental consulting and administrative services

9. The names and respective addresses of its directors and officers are:

Name

Office

Address

Dr. Gerald L. Cogan President 1933 S.W. Jefferson - Portland, OR 97201

Dr. Eugene C. Skourtes-Secretary 1933 S.W. Jefferson - Portland, OR 97201

(continued on reverse)

10. The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, and shares without par value, is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are without Par Value
500	Common	no par value

11. The aggregate number of its issued shares, itemized by classes, par value of shares, and shares without par value is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are without Par Value
100	Common	no par value

12. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.

13. This Application is accompanied by a copy of its articles of incorporation and amendments thereto, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated: April 12, 1984

By Gerald L. Cogan
Its President ~~or Vice President~~ (please specify)
and Elyn A. Brown
Its Secretary ~~or Assistant Secretary~~ (please specify)

STATE OF Oregon)

COUNTY OF Multnomah) ss

I, Patricia Ann Crawford, a notary public, do hereby certify that on this 12th day of April, 19 84, personally appeared before me Gerald L. Cogan, who being by me first duly sworn, declared that he is the President of Dental Registry, Inc.

that he signed the foregoing document as President of the corporation and that the statements therein contained are true.

Patricia Ann Crawford
Notary Public

State of Oregon

Department of Commerce Corporation Division

I, Jane Edwards, Corporation Commissioner and Custodian of the Seal of the Corporation Division of the Department of Commerce of the State of Oregon, do hereby certify that I have carefully compared the annexed copies—

with the record now on file in my office, and that the same is a correct transcript therefrom, and of the whole thereof. I further certify that this authentication is in due form and by the proper officer.

**In Testimony Whereof, I have hereunto set my hand and
affixed hereto the seal of the Corporation Division of
the Department of Commerce of the State of Oregon
this 5th day of April , 1984 .**

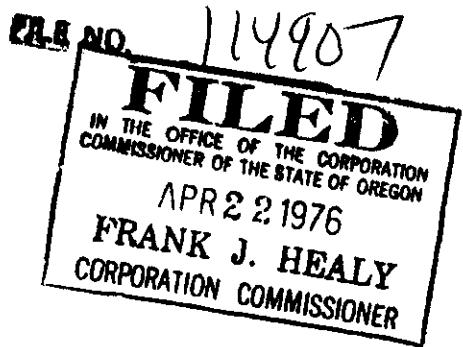


Jane Edwards

Corporation Commissioner

By Betty K. Cooley

ARTICLES OF INCORPORATION
OF
DENTAL REGISTRY, INC.



The undersigned natural person of the age of twenty-one (21) years or more, acting as incorporator under the Oregon Business Corporation Act, adopted the following Article of Incorporation:

ARTICLE I

NAME AND DURATION

The name of the corporation is DENTAL REGISTRY, INC. and its duration shall be perpetual.

ARTICLE II

PURPOSES

The purposes for which the corporation is organized are:

(a) To enable those organizations that market dental plans to provide their clientele with group dental practice with the resulting economies to their clientele and to enable dentists engaged in private practice to feasibly serve such group clientele. Accordingly, this corporation will furnish the administrative services to accomplish the foregoing, including the selection of competent dentists located to serve the clientele and with such skills and specialties as are required therefor, to review the work product of such dentists and to maintain a high level of professional competence among them, to assist dental coverage organizations in marketing group practice plans, to negotiate the contractual relations necessary to enable the clientele to avail itself to the group practice, and to administer the funds collected by the organization dealing with the clientele and destined for the dentist in accordance with the appropriate plans; provided, however,

that in no event shall this corporation engage in the sale, underwriting, or brokering of insurance or any activity requiring a license to engage therein by the Insurance Commissioner of the State of Oregon or any other state in which this corporation may engage in business and provided, further, that this corporation shall not engage in any activity that may be construed to be the practice of dentistry under the laws of the State of Oregon or any other such state.

(b) To have and to exercise all powers necessary and convenient to effect any and all of the purposes for which the corporation is organized.

(c) The foregoing clauses shall be construed both as objects and powers and as in furtherance of, and not limitation of, the general powers conferred by the State of Oregon; it is hereby expressly provided that the foregoing enumeration of specific powers should not be held to limit or restrict the power of this corporation; that the corporation may engage in any lawful activity which corporations may be organized under the Oregon Business Corporation Act, as amended.

ARTICLE III

CAPITAL STOCK

The number of shares which this corporation has authority to issue is 500 shares of no par value common stock.

ARTICLE IV

REGISTERED AGENT AND ADDRESS

The address of the initial registered office of this corporation is 1100 Yeon Building, Portland, Oregon, and the name of its initial Registered Agent at such address is Richard J. Brownstein.

ARTICLE V

DIRECTORS

The number of Directors constituting the initial Board of Directors of the corporation is two. The name and

address of persons who are to serve as Directors until the first annual meeting of the Shareholders, or until their successors are elected and qualified, are:

<u>NAME</u>	<u>ADDRESS</u>
Gerald L. Cogan	2891 N.W. Ariel Terrace Portland, Oregon 97210
Allan R. Pike	4707 N.E. Tillamook Street Portland, Oregon 97213

The name and address of the incorporator herein is:

Richard J. Brownstein
1100 Yeon Building
Portland, Oregon 97204

I, the undersigned incorporator, declare under penalty of perjury, that I have examined the foregoing and, to the best of my knowledge and belief, it is true, correct and complete.

DATED: April 21, 1976.

