

ARTICLES OF INCORPORATION
OF

PERFORMANCE DENTAL, INC.

FILED

JAN 2 3 24 PM '98

SECRETARY OF STATE
STATE OF IDAHO

The undersigned, acting as incorporator of a corporation under the Idaho Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I

The name of the corporation is PERFORMANCE DENTAL, INC.

ARTICLE II

The period of its duration is perpetual.

ARTICLE III

The purpose or purposes for which the corporation is organized are the transaction of any or all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

ARTICLE IV

The aggregate number of shares which the corporation shall have authority to issue is Five Thousand (5,000), \$1.00 par value.

ARTICLE V

There are no provisions denying preemptive rights.

ARTICLE VI

Provisions for the regulation of the internal affairs of the corporation are the By-Laws of the corporation.

ARTICLE VII

Pursuant to Idaho Code Section 30-1-145, any action required by the Idaho Business Corporation Act to be taken at a meeting of the shareholders may be taken without a meeting if a consent in writing, setting forth the action so taken, shall be signed by all of the shareholders entitled to vote with respect to the subject matter thereof; such consent shall have the same effect as a unanimous vote of shareholders.

IDAHO SECRETARY OF STATE

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ARTICLE VIII

The address of the initial registered office of the corporation is 202 E. 37th Street, #5, Boise, Idaho 83714 and the name of its initial registered agent at such address is Dennis Dean Greenhalgh.

ARTICLE IX

The number of directors constituting the initial board of directors of the corporation is one, and the name and address of the person who is to serve as director until the first annual meeting of shareholders or until their successor is elected and shall qualify is:

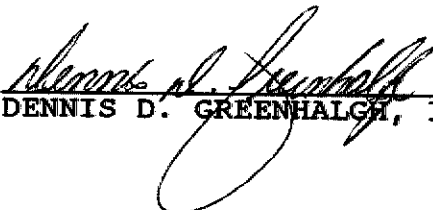
DENNIS DEAN GREENHALGH
4467 S. Chinook Street
Boise, Idaho 83709

ARTICLE X

The name and address of the incorporator is:

DENNIS DEAN GREENHALGH
4467 S. Chinook Street
Boise, Idaho 83709

DATED This 30th day of December, 1997.


DENNIS D. GREENHALGH, Incorporator