

FILED EFFECTIVE

ARTICLES OF INCORPORATION

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**SECRETARY OF STATE
STATE OF IDAHO**

The undersigned, acting to incorporate a corporation under the Idaho Business Corporation

Act, adopt the following Articles of Incorporation for such corporation:

1. **NAME:** The name of the corporation is Pacific Dentalworks, Inc.
2. **DURATION:** The period of its duration is perpetual.
3. **PURPOSES:** This corporation may transact any and all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.
4. **SHARES AUTHORIZED:** The aggregate number of shares which the corporation shall have authority to issue is Ten Thousand (10,000) shares at \$1.00 par value common stock.
5. **NO PREEMPTIVE RIGHTS:** Shareholders shall have no preemptive rights to acquire unissued or treasury stock or securities convertible into or carrying a right to subscribe to or acquire shares.
6. **BUSINESS AFFAIRS:** Provisions for the regulation of the internal affairs of the corporation are such as may be provided in detail by the corporation's By-Laws, including restrictions on transfer of shares.
7. **REGISTERED AGENT AND OFFICE:** The initial registered agent is:

Lila Pierce

and the initial registered office is:

3620 Summit Drive
Pocatello, Idaho 83201
8. **BOARD OF DIRECTORS:** The initial Board of Directors shall consist of two individuals who will serve until the first annual shareholder meeting or until their successors are elected and qualified. The directors' names and addresses are:

**IDAHO SECRETARY OF STATE
01/22/2008 05:00
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NAME

ADDRESS

Frank Pierce

3620 Summit Drive
Pocatello, Idaho 83201

Lila Pierce

3620 Summit Drive
Pocatello, Idaho 83201

9. INCORPORATORS: The names and addresses of the incorporators are:

NAME

ADDRESS

Frank Pierce

3620 Summit Drive
Pocatello, Idaho 83201

Lila Pierce

3620 Summit Drive
Pocatello, Idaho 83201

10. STOCK TRANSFER RESTRICTIONS: Transfer of this corporation's stock shall be restricted; those restrictions are set forth in detail in this Corporation's By-Laws.

DATED: 1-16-08.



Frank Pierce, INCORPORATOR



Lila Pierce, INCORPORATOR

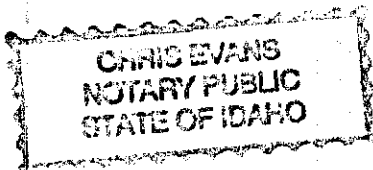
STATE OF IDAHO)

:SS

County of Bannock)

On this 16 day of January, 2008, before me, the undersigned Notary Public, in and for said State, personally appeared Frank Pierce and Lila Pierce, known to me to be the persons whose names are subscribed to the within instrument and acknowledged to me that they executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year first written above.



(SEAL)

Chris Evans
NOTARY PUBLIC - STATE OF IDAHO
My Commission Expires: 1-17-2012