

**ARTICLES OF INCORPORATION**

**OF**

**MARK W. WRIGHT, D.D.S., P.A.**

**FILED**  
97 NOV 25 PM 2:00  
SECRETARY OF STATE  
STATE OF IDAHO

**KNOW ALL MEN BY THESE PRESENTS:**

That the undersigned, being of full age and a citizen of the United States does this day voluntarily form a corporation under the provisions of the Professional Service Corporations Act, and certifies in writing:

**ARTICLE I  
NAME**

The name of the corporation shall be **MARK W. WRIGHT, D.D.S., P.A.**

**ARTICLE II  
PURPOSES AND POWERS**

The purposes for which this corporation is formed are to own and operate a dental practice, and further to engage in any lawful act or activity for which corporations may be organized under the Professional Service Corporations Act, and to possess and exercise all the powers, privileges and prerogatives granted by the Professional Service Corporations Act, or by any lawful powers, privileges and prerogatives incidental thereto, so far as such powers, privileges and prerogatives are necessary and/or convenient to the conduct, promotion or attainment of the business or purposes of the corporation.

**ARTICLE III  
DURATION**

Subject to dissolution in the manner provided by law, the corporation shall be perpetual.

**ARTICLE IV  
REGISTERED OFFICE**

IDAHO SECRETARY OF STATE

The registered office of the corporation in the State of Idaho shall be located at 3723 N. 2700 E., Twin Falls, ID 83301. The post office address of the registered office of the corporation in the State of Idaho, County of Twin Falls, shall be 3723 N. 2700 E., Twin Falls, Idaho 83301. Mark W. Wright, D.D.S. shall be the registered agent at the address set forth above.

11/25/1997 09:00

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## ARTICLE V CORPORATE STOCK

The aggregate number of common shares which the corporation shall have authority to issue is 10,000 shares of no par stock.

## ARTICLE VI INCORPORATOR

Mark W. Wright, D.D.S. is the sole incorporator. The post office address of the incorporator is 3723 N. 2700 E., Twin Falls, ID 83301.

## ARTICLE VII MANAGEMENT

The business of the corporation shall be managed by a board of at least three directors, except that if all of the shares of the corporation are owned beneficially and of record by either one or two stockholders, the number of directors may be less than three but not less than the number of stockholders. A director shall hold office for the term for which he was named or elected and until his successor is elected and qualified. The incorporator listed in Article VI above shall serve as the sole director until the first annual meeting of the shareholders or until his successors are elected and qualified.

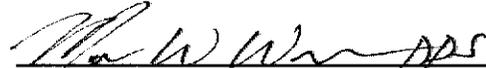
## ARTICLE VIII BY-LAWS

The initial By-laws of the corporation shall be adopted by the board of directors. The power to alter, amend or repeal the By-laws or adopt new By-laws, subject to repeal or change by action of the shareholders, shall be vested in the board of directors.

## ARTICLE IX TAXATION CONSIDERATIONS

The status of the corporation for federal or state income taxation purposes shall be subject, from time to time, to determination and/or change by resolution adopted by a majority of the shareholders. The corporation shall be organized and capitalized in conformity with § 351 of the Internal Revenue Code. The corporation shall be organized and managed as a "Small Business Corporation" as defined in Internal Revenue Code § 1244, as amended, and all shares of stock issued by the corporation shall be "Section 1244 Stock" as defined thereby.

Dated this 21<sup>st</sup> day of November, 1997.

  
MARK W. WRIGHT, D.D.S.

STATE OF IDAHO            )  
  )  
County of Twin Falls        )

On this 21<sup>st</sup> day of November, 1997, before me, the undersigned, a notary public in and for said county and state, personally appeared MARK W. WRIGHT, D.D.S., known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that he executed the same.

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



  
NOTARY PUBLIC FOR IDAHO  
Residing at: Buhl Id  
Commission Expires: 1-1-03