

STATE OF ALABAMA)
)
COUNTY OF SHELBY)

CERTIFICATE OF FORMATION

OF

NORTH SHELBY DENTAL STUDIO, LLC
an Alabama Limited Liability Company

Pursuant to the Provisions of Chapter 5 and Chapter 1 (to the extent the provisions thereof are applicable to limited liability companies) of the Alabama Limited Liability Company Law and any act amendatory thereof, supplementary thereto or substituted therefore (hereinafter referred to as the "Entities Code"), the undersigned does hereby sign and adopt these Articles of Organization as and for the certificate of formation pursuant to the Entities Code, and upon the filing for record of these Articles of Organization in the Office of the Judge of Probate of Jefferson County, Alabama, the existence of a limited liability company (hereinafter referred to as the "Company"), under the name set forth in Article I hereof, shall commence.

ARTICLE I

Name

The name of the limited liability company is **NORTH SHELBY DENTAL STUDIO, LLC** (the "Company").

ARTICLE II

Duration

The duration of the Company shall be perpetual, unless it is dissolved and its affairs wound up prior to that date in accordance with Chapter 5 of the Alabama Limited Liability Code.

ARTICLE III

Purposes

The purposes for which the Company is formed are:

- (a) To engage in the business and practice of dentistry, and any other business or activity that now or hereafter may be necessary, incidental, proper, advisable or convenient to accomplish the foregoing purposes (including, without limitation, obtaining financing therefore) and that is not forbidden by the law of the jurisdiction in which the Company engages in that business.

- (b) To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use and otherwise deal in or with, real or personal property, or any interest therein, wherever situated, and to sell, convey, mortgage, pledge, lease, exchange, transfer and otherwise dispose of real or personal property, or any interest therein;
- (c) To engage in any industrial, manufacturing, mining, mercantile, trading, agricultural, service, or other lawful business of any kind or character whatsoever;
- (d) To act as agent, representative, or receiver of any person, firm, corporation, or governmental entity or instrumentality in respect to any lawful undertaking or transaction;
- (e) To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, corporation, associations, partnerships, limited liability companies, individuals, or direct or indirect obligations of governmental entities or of any instrumentality thereof;
- (f) To lend money, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested; and
- (g) To engage in any other lawful act or activity for which limited liabilities companies may be organized pursuant to the Entities Code.

ARTICLE IV ***Registered Office; Registered Agent***

The location and street address of the initial registered office of the Company shall be **378 Oxford Way, Pelham, Alabama 35124**, and its registered agent at such address shall be **David W. Cowan**.

ARTICLE V ***Initial Members***

The names and addresses of the initial members are:

David W. Cowan
378 Oxford Way
Pelham, Alabama 35124

ARTICLE VI
Admission of Additional Members

Upon the unanimous written consent of the members, the Company may permit the admission of additional members and the terms and conditions of their admission shall be set forth in the Company's Operating Agreement.

ARTICLE VII
Cessation of Membership

The cessation of membership of one or more members will not result in the dissolution of the Company.

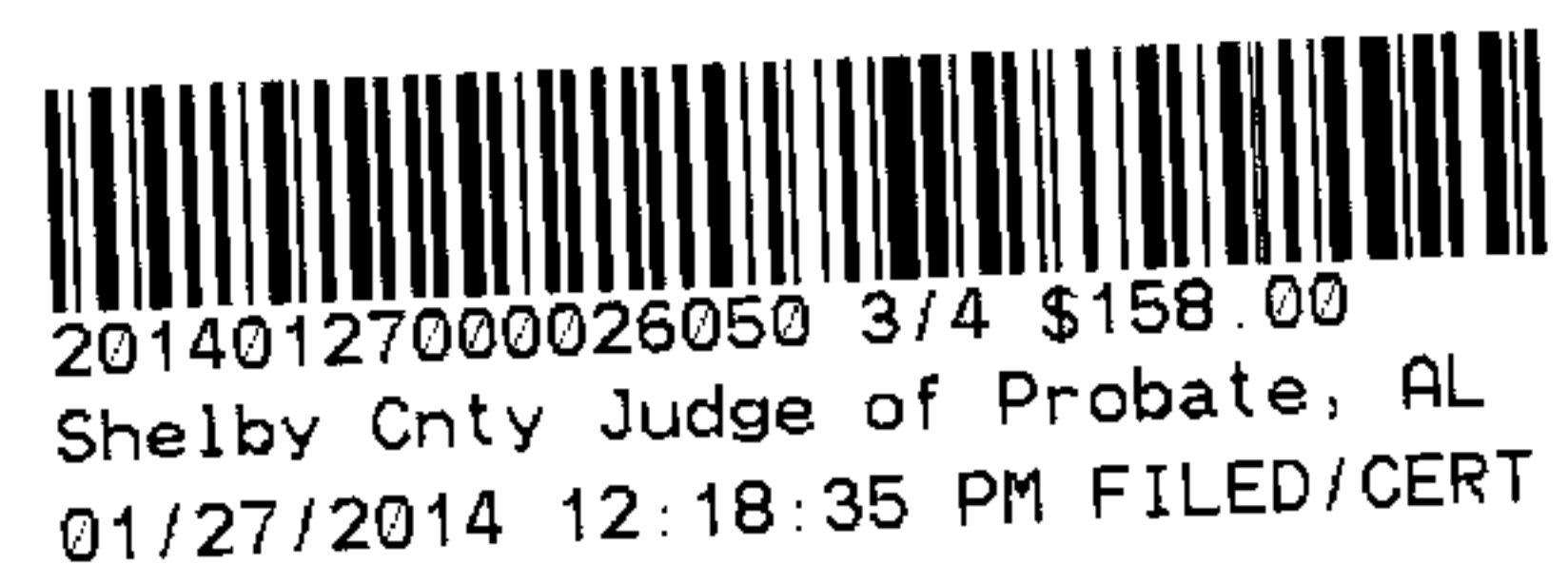
IN WITNESS WHEREOF, these Articles have been subscribed as of the 22 day of January, 2014, by the undersigned members who affirm that the statements made herein are true under the penalties of perjury.

David W. Cowan

DAVID W. COWAN, Member

Prepared by:

Carl E. Chamblee, Jr., Esq.
Chamblee & Malone LLC
5582 Apple Park Drive
Birmingham, Al. 35235
(205) 856 - 9111



Jim Bennett
Secretary of State

P.O. Box 5616
Montgomery, AL 36103-5616

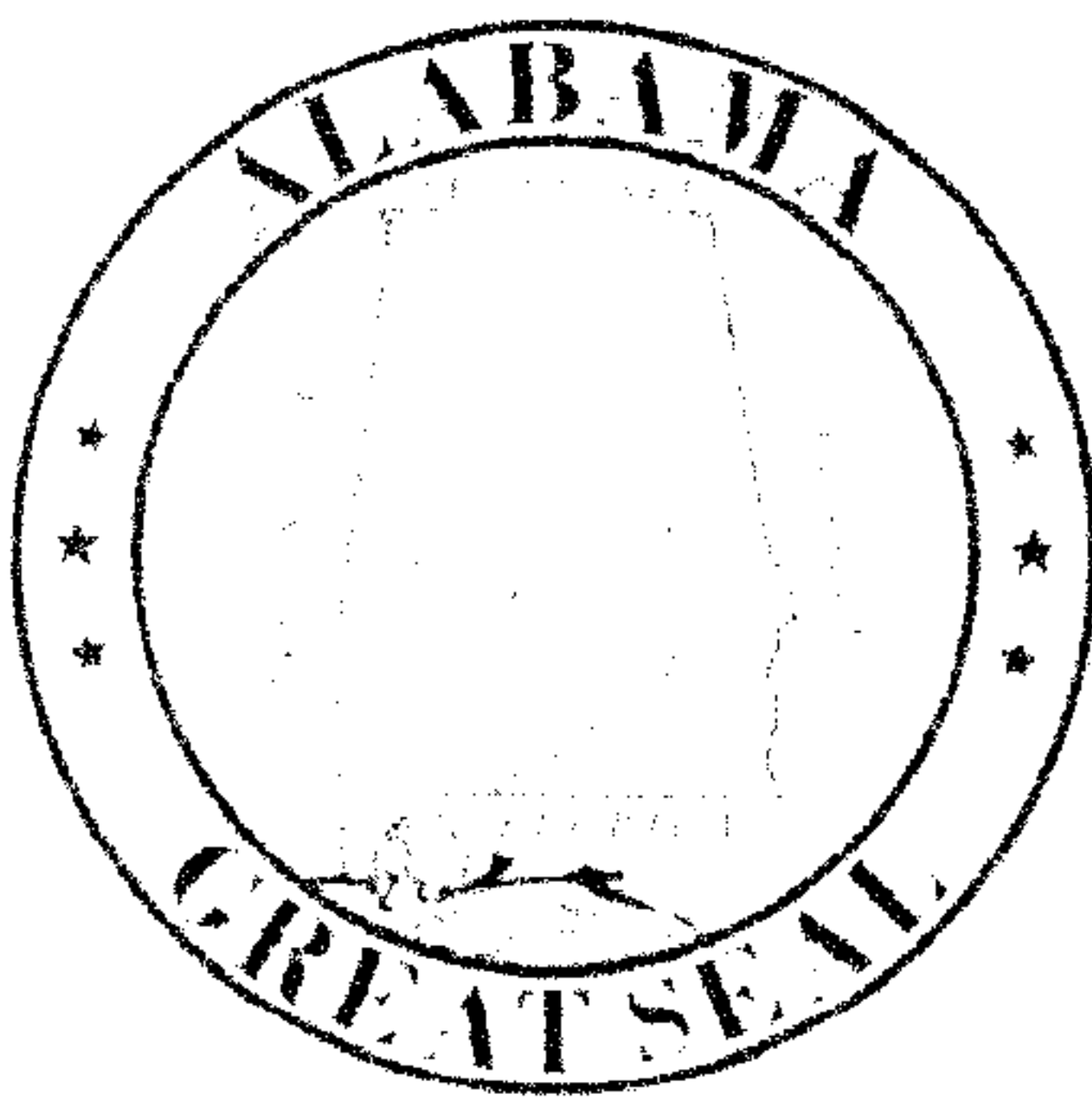
STATE OF ALABAMA

**I, Jim Bennett, Secretary of State of Alabama, having custody of the
Great and Principal Seal of said State, do hereby certify that**

pursuant to the provisions of Title 10A, Chapter 1, Article 5, Code of Alabama
1975, and upon an examination of the entity records on file in this office, the
following entity name is reserved as available:

NORTH SHELBY DENTAL STUDIO, LLC

This name reservation is for the exclusive use of DAVID W. COWAN, 378
Oxford Way, Pelham, AL 35124 for a period of one year beginning January 22,
2014 and expiring January 22, 2015



RES647004

**In Testimony Whereof, I have hereunto set my
hand and affixed the Great Seal of the State, at the
Capitol, in the city of Montgomery, on this day.**

January 22, 2014

Date

Jim Bennett

Secretary of State



20140127000026050 4/4 \$158.00
Shelby Cnty Judge of Probate, AL
01/27/2014 12:18:35 PM FILED/CERT