

OCT 27 2005

FILE NO. 1236780-7

OOLI ORTHODONTICS - AZ TEMPE,
PROFESSIONAL CORPORATION

ARTICLE I

NAME: The name of the corporation shall be

OOLI ORTHODONTICS - AZ TEMPE,
PROFESSIONAL CORPORATION

ARTICLE II

PURPOSE: The purpose for which this corporation is organized is to engage in the practice of orthodontics; and to, in its own name, invest its funds in real estate, mortgages, stocks, bonds or any other type of investment, and to own real or personal property necessary or appropriate for rendering its professional service.

ARTICLE III

AUTHORIZED CAPITAL: The corporation shall have the authority to issue one thousand (1,000) shares of common stock without par value.

ARTICLE IV

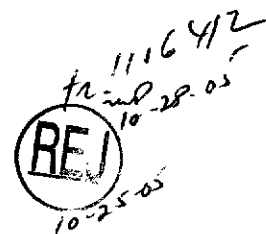
STATUTORY AGENT: The name and address of the initial Statutory Agent, a bona fide resident of Arizona for three years is:

Won-Woo Park, D.M.D.
6200 South McClintock Drive
Suite 4
Tempe, AZ 85253

ARTICLE V

BOARD OF DIRECTORS: The initial Board of Directors shall consist of one (1) Director. The person who is to serve as such Director until the first annual meeting of shareholders or until a successor is elected and qualified is:

Won-Woo Park, D.M.D.
6200 South McClintock Drive
Suite 4
Tempe, AZ 85253



ARTICLE VI

INCORPORATORS: The name and address of each incorporator is:

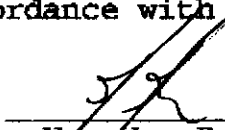
Won-Woo Park, D.M.D.
6200 South McClintock Drive
Suite 4
Tempe, AZ 85253



Won-Woo Park, D.M.D.

Dated this 14th day of October, 2005.

Won-Woo Park, D.M.D., having been designated to act as Statutory Agent, hereby consent to act in that capacity until removed or resignation is submitted in accordance with the Arizona Revised Statutes.



Won-Woo Park, D.M.D.

ARTICLE VII

KNOWN PLACE OF BUSINESS: The known place of business is:

6200 South McClintock Drive
Suite 4
Tempe, AZ 85253

Phoenix Address: 1300 West Washington
Phoenix, Arizona 85007-2929

Tucson Address: 400 West Congress
Tucson, Arizona 85701-1347

CERTIFICATE OF DISCLOSURE

A.R.S. Sections 10-128 & 10-1084

CHECK APPROPRIATE BOX(ES) A or B
ANSWER "C"

OOOI ORTHODONTICS - AZ TEMPE,
PROFESSIONAL CORPORATION
EXACT CORPORATE NAME

THE UNDERSIGNED CERTIFY THAT:

- A. ☒ No persons serving either by elections or appointment as officers, directors, incorporators and persons controlling, or holding more than 10% of the issued and outstanding common shares or 10% of any other proprietary, beneficial or membership interest in the corporation:
1. Have been convicted of a felony involving a transaction in securities, consumer fraud or antitrust in any state or federal jurisdiction within the seven-year period immediately preceding the execution of this Certificate.
 2. Have been convicted of a felony, the essential elements of which consisted of fraud, misrepresentation, theft by false pretenses, or restraining the trade or monopoly in any state or federal jurisdiction within the seven-year period immediately preceding the execution of this Certificate.
 3. Have been or are subject to an injunction, judgment, decree or permanent order of any state or federal court entered within the seven-year period immediately preceding the execution of this Certificate where such injunction, judgment, decree or permanent order:
 - (a) Involved the violation of fraud or registration provisions of the securities laws of that jurisdiction; or
 - (b) Involved the violation of the consumer fraud laws of that jurisdiction; or
 - (c) Involved the violation of the antitrust or restraint of trade laws of that jurisdiction.
- B. ☐ For any person or persons who have been or are subject to one or more of the statements in Items A.1 through A.3 above, the following information MUST be attached:
1. Full name and prior name(s) used.
 2. Full birth name.
 3. Present home address.
 4. Prior addresses (for immediate preceding 7-year period).
 5. Date and location of birth.
 6. Social Security number.
 7. The nature and description of each conviction or judicial action, date and location, the court and public agency involved and file or cause number of case.

STATEMENT OF BANKRUPTCY, RECEIVERSHIP OR REVOCATION

A.R.S. Sections 10-128.01 and 10-1083

- C. Has any person serving (a) either by election or appointment as an officer, director, trustee or incorporator of the corporation or, (b) major stockholder possessing or controlling any proprietary, beneficial or membership interest in the corporation, served in any such capacity or held such interest in any corporation which has been placed in bankruptcy or receivership or had its charter revoked? Yes ☐ No ☒

IF YOUR ANSWER TO THE ABOVE QUESTION IS "YES", YOU MUST ATTACH THE FOLLOWING INFORMATION FOR EACH CORPORATION:

1. Name and address of the corporation.
2. Full name, including alias and address of each person involved.
3. State(s) in which the corporation:
 - (a) Was incorporated.
 - (b) Has transacted business.
4. Dates of corporate operation.
5. A description of the bankruptcy, receivership or charter revocation, including the date, court or agency involved and the file or cause number of the case.

Under penalties of law, the incorporators/Officers declare that we have examined this Certificate, including any attachments, and to the best of our knowledge and belief it is true, correct and complete.

BY [Signature] DATE 10/14/05
TITLE Won-Woo Park, D.M.D., President

BY _____ DATE _____
TITLE _____

BY _____ DATE 1
TITLE _____

BY _____ DATE _____
TITLE _____

NOTE: If the Corporation has been in existence for more than sixty (60) days, the Certificate must be signed by two (2) executive officers or directors.

FISCAL DATE _____