

State of North Carolina
Department of the Secretary of State
ARTICLES OF AMENDMENT
(Conversion of Professional Corporation to Business Corporation)

Pursuant to § 55-10-06 and Chapter 55B of the General Statutes of North Carolina, the undersigned professional corporation hereby submits the following Articles of Amendment for the purpose of amending its Articles of Incorporation to convert to a business corporation.

1. The name of the corporation is: MICHAEL ANTHONY DEROSE, D.D.S., P.A.
2. The Articles of Incorporation of the corporation are amended to provide as follows:
 - a. The undersigned professional corporation incorporated pursuant to Chapter 55B of the General Statutes of North Carolina is hereby converted to a business corporation within the provisions and meaning of the Business Corporation Act, Chapter 55 of the North Carolina General Statutes.
 - b. The purpose of the corporation shall be as follows: GENERAL BUSINESS MARKETING & CONSULTING

3. The text of any additional amendments are as follows (*State below or attach*):

NAME CHANGE FROM MICHAEL ANTHONY DEROSE, D.D.S., P.A. TO
MICHAEL ANTHONY DEROSE, INC.

4. If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment, if not contained in the amendment itself, are as follows:

N/A

5. The date of adoption of each amendment was as follows: SEPTEMBER 21, 2009

6. (Check either a, b, c, or d, whichever is applicable)

- a. The amendment(s) was (were) duly adopted by the incorporators prior to the issuance of shares.
- b. The amendment(s) was (were) duly adopted by the board of directors prior to the issuance of shares.

c. _____ The amendment(s) was (were) duly adopted by the board of directors without shareholder action as shareholder action was not required because *(set forth a brief explanation of why shareholder action was not required)* _____

d. XX The amendment(s) was (were) approved by shareholder action, and such shareholder approval was obtained as required by Chapter 55 of the North Carolina General Statutes.

7. These articles will be effective upon filing, unless a delayed time and date not later than 90 days after the date of filing is specified: UPON FILING

This the 21st day of September, 2009

MICHAEL ANTHONY DEROSE, D.D.S., P.A.

Name of Corporation

Michael Anthony Derosé D.D.S. P.A.
Signature

MICHAEL ANTHONY DEROSE, PRESIDENT

Type or Print Name and Title

NOTES:

1. Filing fee is \$50. This document must be filed with the Secretary of State.