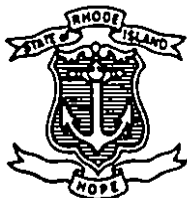


Filing Fee \$50.00

ID Number: 99985



**STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS**

Office of the Secretary of State  
Corporations Division  
100 North Main Street  
Providence, Rhode Island 02903-1335

**ARTICLES OF AMENDMENT TO THE  
ARTICLES OF INCORPORATION  
OF**

EC Dental of Rhode Island P.C., Inc.

Pursuant to the provisions of Section 7-1.1-56 of the General Laws, 1956, as amended, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

1. The name of the corporation is EC Dental of Rhode Island P.C., Inc.
2. The shareholders of the corporation (or, where no shares have been issued, the board of directors of the corporation) on July 16, 1998, in the manner prescribed by Chapter 7-1.1 of the General Laws, 1956, as amended, adopted the following amendment(s) to the Articles of Incorporation:

[ Insert Amendment(s) ]

*(If additional space is required, please list on separate attachment)*

See Exhibit A attached hereto.

3. The number of shares of the corporation outstanding at the time of such adoption was 100; and the number of shares entitled to vote thereon was 100.
4. The designation and number of outstanding shares of each class entitled to vote thereon as a class were as follows:  
(If inapplicable, insert "none")

Class

Number of Shares

None

**FILED**

SEP 17 1998

By [Signature] 270439

5. The number of shares voted for such amendment was 100; and the number of shares voted against such amendment was -0-.

6. The number of shares of each class entitled to vote thereon as a class voted for and against such amendment, respectively, was: (if inapplicable, insert "none")

Class	Number of Shares Voted	
	For	Against
None		

7. The manner, if not set forth in such amendment, in which any exchange, reclassification, or cancellation of issued shares provided for in the amendment shall be effected, is as follows: (If no change, so state)

No change.

8. The manner in which such amendment effects a change in the amount of stated capital, and the amount (expressed in dollars) of stated capital as changed by such amendment, are as follows: (If no change, so state)

No change.

9. Date when amendment is to become effective: upon filing of these Articles of Amendment.  
(not more than 30 days after the filing of these Articles of Amendment)

Dated July 16, 1998

EC DENTAL OF RHODE ISLAND P.C., INC.  
By [Signature]  
its President or Vice President  
and [Signature]  
its Secretary or Assistant Secretary

STATE OF New York  
COUNTY OF Onondaga

In Syracuse, NY, on this 16 day of July, 1998, personally appeared before me Ryan L. Smith, who being by me first duly sworn, declared that he/she is the President of EC Dental of Rhode Island P.C., Inc. and that he/she signed the foregoing document as President of the corporation, and that the statements therein contained are true.

CAROL L. REICHEL  
Notary Public State of NY  
Qual. Onon. Co., No.01RE5025395  
My Comm. Exp. Mar. 28, 2000

Carol L. Reichel  
Notary Public  
My Commission Expires: Mar 28, 2000

**EXHIBIT A TO ARTICLES OF AMENDMENT  
TO THE ARTICLES OF INCORPORATION  
OF  
EC DENTAL OF RHODE ISLAND P.C., INC.**

VOTED: That the Corporation deems it advisable to change its name to  
"Aspen Dental Associates of New England, P.C., Inc."

VOTED: That the Certificate of Incorporation of the Corporation be  
amended by changing Article "1" so that, as amended, said  
Article shall be and read as follows:

"1. The name of the Corporation is Aspen Dental Associates of  
New England, P.C., Inc."

VOTED: That the proper officers be, and each individually hereby is,  
authorized for and on behalf of the Corporation to sign any and  
all documents and to take any and all further action as may be  
necessary to carry out any of the actions approved by this  
consent and to execute and file in the proper public office any  
and all documents that now are or may hereafter be required of  
the Corporation and that said officers are or shall be required to  
make in its behalf.