

N21000013115

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JUN 23 2022

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FLORIDA DEPARTMENT OF STATE
Division of Corporations

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TALLAHASSEE, FLOR.

June 8, 2022

CAPITAL CONNECTION, INC.

SUBJECT: BRISTOL DENTAL CLINIC, INC.
Ref. Number: N21000013115

We have received your document and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

It appears from the enclosed document, you may be trying to file 'Amended and Restated Articles of Incorporation' or 'Restated Articles of Incorporation'. If this is the intention, the document submitted needs correcting. The document should be entitled 'Amended and Restated Articles of Incorporation' or 'Restated Articles of Incorporation'. The preamble to the articles needs to be replaced with language similar to 'These Amended and Restated Articles or Restated Articles are being submitted pursuant to 607.1007/617.1007, Florida Statutes.

Please note historical information need not be listed. This would include the name of the incorporator and the name and address of the initial registered agent.

The date of adoption and the effective date, if any, will need to be included and who adopted the changes. It also, need to be signed by officer as required by law.

You cannot file Articles of Incorporation with Restated Articles.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Querida R Silas
Regulatory Specialist II

Letter Number: 822A00012863

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

BRISTOL DENTAL CLINIC, INC.

- ___ Art of Inc. File _____
- ___ LTD Partnership File _____
- ___ Foreign Corp. File _____
- ___ L.C. File _____
- ___ Fictitious Name File _____
- ___ Trade/Service Mark _____
- ___ Merger File _____
- ___ Art. of Amend. File _____
- ___ RA Resignation _____
- ___ Dissolution / Withdrawal _____
- ___ Annual Report / Reinstatement _____
- ___ Cert. Copy _____
- ___ Photo Copy _____
- ___ Certificate of Good Standing _____
- ___ Certificate of Status _____
- ___ Certificate of Fictitious Name _____
- ___ Corp Record Search _____
- ___ Officer Search _____
- ___ Fictitious Search _____
- ___ Fictitious Owner Search _____
- ___ Vehicle Search _____
- ___ Driving Record _____
- ___ UCC 1 or 3 File _____
- ___ UCC 11 Search _____
- ___ UCC 11 Retrieval _____
- ___ Courier _____

Signature _____

Requested by: SETH

06/22/22

Name _____

Date _____

Time _____

Walk-In _____

Will Pick Up _____

AMENDED AND RESTATED

ARTICLES OF INCORPORATION OF

Bristol Dental Clinic, Inc.

ARTICLE I – NAME

The name of the corporation shall be Bristol Dental Clinic, Inc. The principal address of the corporation at the time of incorporation is 12761 NW Pea Ridge Rd. Bristol, FL 32321 and the mailing address is 12761 NW Pea Ridge Rd. Bristol, FL 32321. Bristol Dental Clinic 59-1858953 has been in continuous operations since 1978. When the entity was established in 1978, non-profits were not required to be incorporated. Bristol Dental Clinic, Inc. is filing the formal incorporation now, thereby changing their name from Bristol Dental Clinic to Bristol Dental Clinic, Inc.

ARTICLE II – DURATION

The duration of this corporation is perpetual unless dissolved according to law. Corporate existence shall commence at the time of the filing of the Amended and Restated Articles of incorporation with the Department of State.

ARTICLE III – PURPOSE

- A. The Corporation is organized exclusively as a community association to improve public service, as specified in Section 501(c)(4) of the Internal Revenue Code, including for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(4) of the Internal Revenue Code, or the corresponding section of any future federal tax code.
- B. The specific purpose of this Corporation is to provide dental care to individuals as directed by the directors of the Corporation.
- C. The corporation shall be operated exclusively for those purposes allowed an exempt organization under Section 501(c)(4) of the Internal Revenue Code of 1954 and its regulations as they now exist or as they may hereafter be amended and allowed under Section 617.0301 of the Florida Statutes so that any income derived shall be exempt from taxation. The corporation is not organized for profit and no part of the net earnings of the corporation shall inure to the benefit of any officer or director of the corporation or any private individual (except that reasonable compensation may be paid for services rendered to or for the corporation affecting

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one or more of its purposes) and that no officer or director of the corporation or any private individual shall be entitled to share in the distribution of any corporate assets upon the dissolution of the corporation.

Notwithstanding any of the provisions of these articles, the corporation shall not conduct or carry on any business not permitted to be conducted or carried on by an organization exempt under Section 501(c)(4) of the Internal Revenue Code of 1954 and its regulations as they now exist or as they may hereafter be amended, or by an organization, contributions to which are deductible under said code and regulations as they now exist or as they may hereafter be amended, or under Section 617.0301 of the Florida Statutes. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in any political campaign on behalf of or in opposition to any candidate for public office.

ARTICLE IV - ARTICLE CONSOLIDATION

These adopted restated articles of incorporation superseded the original articles of incorporation and all amendments to them.

ARTICLE V - FIRST BOARD OF DIRECTORS

The following individuals shall serve the corporation as directors until the first annual meeting, or their meeting called to elect directors:

President – Laban Bontrager 12799 NW Pea Ridge Rd. Bristol, FL 32321

Vice President – Jonas Bontrager 2211 W. 12th St. Panama City, FL 32401

Secretary Treasurer – Monica Bontrager 10912 NW Judy Dr. Bristol, FL 32321

Director – James Melzer 2078 Dairy Rd. Sneads, FL 32460

Director – Amelia Torres 19897 NE CR 274 Altha, FL 32421

ARTICLE VI - BASIS UNDER WHICH CORPORATION IS ORGANIZED

This corporation is organized under a non-stock basis. The corporation is a not-for-profit corporation as defined by the Florida Not for Profit Corporation Act in Section 617.01 of the Florida Statutes. As such, it

is not organized for the pecuniary gain or profit of, and its net earnings nor any part thereof is distributable to, its members, directors, officers or other private persons except as specifically permitted under the provisions of the Florida Not for Profit Corporation Act.

ARTICLE VII - MANAGEMENT OF CORPORATE AFFAIRS

- A. Board of Directors: The powers of this corporation shall be exercised, its assets controlled, and its affairs conducted by a Board of Directors of not less than three (3) directors. The number of directors provided for in these Articles of Incorporation may be changed by a By-Law adopted by the members entitled to vote.

President – Laban Bontrager 12799 NW Pea Ridge Rd. Bristol, FL 32321

Vice President – Jonas Bontrager 2211 W. 12th St. Panama City, FL 32401

Secretary Treasurer – Monica Bontrager 10912 NW Judy Dr. Bristol, FL 32321

Director – James Melzer 2078 Dairy Rd. Sneads, FL 32460

Director – Amelia Torres 19897 NE CR 274 Altha, FL 32421

- B. Election of Directors: The method of electing directors shall be as set forth in the By-laws.
- C. Elective Officers: The officers of the corporation shall be a President, a Vice-President, a Director, and a Secretary Treasurer. Other offices and officers may be established or appointed by the Board of Directors of this corporation at any regular annual meeting, or any special meetings of Board of Directors called for such purpose. The qualifications, the time and manner of electing or appointing, the duties of, the terms of office and the manner of removing officers shall be set forth in the By-Laws. The initial officers are as follows:

President – Laban Bontrager 12799 NW Pea Ridge Rd. Bristol, FL 32321

Vice President – Jonas Bontrager 2211 W. 12th St. Panama City, FL 32401

Secretary Treasurer – Monica Bontrager 10912 NW Judy Dr. Bristol, FL 32321

- D. Standing Committees: This corporation shall have the authority to establish standing committees in the manner as provided for in the By-Laws. The powers and duties of the standing committees shall be specified in the By-Laws.

ARTICLE VIII - BY-LAWS

By-laws will be hereafter adopted at the first meeting of the Board of Directors. Such By-laws may be amended, repealed, in whole or in part, by the members in the manner provided in the By-Laws. Any amendments to the By-laws shall be binding on all members of the corporation.

ARTICLE IX - AMENDMENT OF ARTICLES

Amendments to these Articles of Incorporation may be proposed by a resolution adopted by the Board of Directors and presented to a quorum of the voting members for their vote. Amendments may be adopted by a vote of at least two-thirds of a quorum of the voting members of the corporation.

ARTICLE X - DISTRIBUTION ON DISSOLUTION

In the event of dissolution, the residual assets of the corporation will be turned over to one or more organizations which themselves are exempt as organizations described in sections 501(c)(4) or 170(c)(2) of the Internal Revenue Code of 1986 or corresponding sections of such Code as subsequently amended, or to the federal, state or local government to be used exclusively for public purposes.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this 24th day of May 2022.

ARTICLE XI ARTICLE CONSOLIDATION

These adopted restated articles of incorporation supersede the original articles of incorporation and all amendments to them.

ARTICLE XII REQUIRED ADOPTION INFORMATION

Adoption of Amendment(s)

These restated articles of incorporation were adopted by the board of directors.

ARTICLE XIII EFFECTIVE DATE:

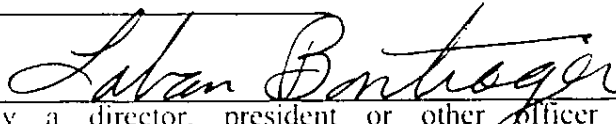
Effective date, if other than the date of filing: _____ (OPTIONAL)

(If an effective date is listed, the date must be specific and cannot be more than 90 days after the filing.)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

I submit this document and affirm that the facts stated herein are true. I am aware that the false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

Dated: 05/24/2022

Signature: 
(By a director, president or other officer – if directors or officers have not been selected, by an incorporator – if in the hands of a receiver, trustee or other court appointed fiduciary by that fiduciary)

Laban Bontrager

(Typed or printed name of person signing)

President

(Title of person signing)