

**N 95000047**

OFFICE USE ONLY (Document #)

Graham H. Nicol  
 (Requestor's Name)  
111 E. Tennessee Street  
 (Address)  
Tallahassee Florida 32308-6914  
 (City, State, Zip) (Phone #) (904) 681-3629

100001369181  
 -01704795--01080--028  
 \*\*\*\*122.50 \*\*\*\*122.50

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. Project: Dentists Cure, Inc. \_\_\_\_\_  
 (Corporation Name) (Document #)
2. \_\_\_\_\_  
 (Corporation Name) (Document #)
3. \_\_\_\_\_  
 (Corporation Name) (Document #)
4. \_\_\_\_\_  
 (Corporation Name) (Document #)

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 Mail out     Will wait     Photocopy     Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input checked="" type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

**HY-45**

Examiner's Initials \_\_\_\_\_

ARTICLES OF INCORPORATION  
OF  
PROJECT: DENTISTS CARE, INC.  
A FLORIDA NONPROFIT CORPORATION

FILED  
95 JUN 2 11 3 AM '82

ARTICLE ONE

Name

The name of the Corporation is PROJECT: DENTISTS CARE, INC.

ARTICLE TWO

Principal Office and Address

The address of the principal office of the corporation is 1111 East Tennessee Street, Suite 102, Tallahassee, Florida 32308-6914, and the mailing address of the corporation is the same.

ARTICLE THREE

Duration

The term of existence of the corporation is perpetual and the corporate existence will commence on the filing of these articles by the Department of State.

ARTICLE FOUR

Purpose

The purpose for which the Corporation is organized is to provide free or reduced fee dental care to underserved population groups in the State of Florida.

ARTICLE FIVE

Directors

The method of election of the directors of the corporation is set forth in the Bylaws. The names and addresses of the initial Class A directors are:

<u>NAME</u>	<u>ADDRESS</u>
Dr. Thomas A. Ferretti	4300 Bayou Boulevard, #11 Pensacola, FL 32503
Dr. Linda A. Trotter	2532 Oak Street Jacksonville, FL 32204
Dr. Oscar Sistrunk, Jr.	200 N. Denning Drive Winter Park, FL 32789
Dr. Richard L. Sherman	2249 N. University Drive Pembroke Pines, FL 33024
Dr. Samuel J. McNeill	220 S. Dixie Hwy. Lake Worth, FL 33460

Dr. Nolan W. Allon 2226 Druid Road East  
Clearwater, FL 34624

The names and addresses of the initial Class B Directors are:

Dr. Franklin M. Boyar 715 NE 3rd Avenue  
Delray Beach, FL 33444

Dr. John A. Kirst 1525 W. Colonial Drive  
Orlando, FL 32804

Dr. Thomas P. Floyd 400 Executive Center Dr. #105  
West Palm Beach, FL 33401

ARTICLE SIX

Registered Office and Agent

The initial registered office of the Corporation shall be located at 1111 East Tennessee Street, Tallahassee, Florida 32308-6914. The initial registered agent of the Corporation at the address shall be Graham H. Nicol, Esq.

ARTICLE SEVEN

Incorporators

The name and address of the incorporator is:

Florida Dental Association, Inc.  
1111 East Tennessee Street, Suite 102  
Tallahassee, Florida 32308-6914

IN WITNESS WHEREOF, I have subscribed my name this 28<sup>th</sup> day of December, 1994.

Florida Dental Association, Inc., Incorporator

By: W. Gerald Harrison  
Dr. W. Gerald Harrison  
Its President

STATE OF FLORIDA  
COUNTY OF Bay

I HEREBY CERTIFY that on this day, before me, a Notary Public authorized in the State and County named above to take acknowledgments, personally appeared Dr. W. Gerald Harrison to me known to be the person described in and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he subscribed to the same.

WITNESS my hand and official seal in the County and State named above this 28<sup>th</sup> day of Dec 1994.



ELAINE ADKISON  
MY COMMISSION # CC 171579 EXPIRES  
December 30, 1995  
BONDED THRU TROY FAIN INSURANCE, INC

Elaine Adkison  
Notary Public  
My Commission Expires:

95  
FILED  
DEC 21 1994

**CERTIFICATE DESIGNATING PLACE OF BUSINESS  
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN  
FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with section 617.0501 of the Florida Not-for-Profit Corporation Act, the following is submitted:

First, that Project: Dentists Care, Inc., desiring to organize and qualify under the laws of the State of Florida, with its principal place of business at 1111 East Tennessee Street, Tallahassee, Leon County, Florida 32308-6914, has named Graham H. Nicol, 1111 East Tennessee Street, Tallahassee, Florida 32308-6914, as its agent to accept service of process within the State of Florida.

Second, that having been named to accept service of process for the above-named corporation, at the place designated in this certificate, and being familiar with the obligations of such a position, I hereby agree to act in this capacity and further agree to comply with the provisions of all statutes and laws relative to the proper and complete performance of my duties.

Signature: *G. H. Nicol*

Name: *Graham H. Nicol*

Date: *Dec 21, 1994*

N95000000047

Requestor's Name  
 1118 TENN ST  
 Address  
 TALL, TN 32308  
 City/State/Zip Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Project Dentists Care, Inc  
 (Corporation Name) (Document #)
2. \_\_\_\_\_  
 (Corporation Name) (Document #)
3. \_\_\_\_\_  
 (Corporation Name) (Document #)
4. \_\_\_\_\_  
 (Corporation Name) (Document #)

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 Mail out     Will wait     Photocopy     Certificate of Status

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<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input checked="" type="checkbox"/>	Foreign <i>41396</i>
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement <i>ADH</i>
<input type="checkbox"/>	Trademark <i>ADH</i>
<input type="checkbox"/>	Other <i>ADH</i>

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 96 AUG 13 PM 4: 22  
 DIVISION OF CORPORATION

*Need Today's  
 Late  
 Center*

Examiner's Initials

HEADQUARTERS  
1111 E. Tennessee St  
Tallahassee FL 32308-6014  
Phone 800-877-0022 • 904-224-1000 • Fax 904-224-7068  
6/27/96 5/1-03/97



DENTISTRY: HEALTH CARE THAT WORKS — FLORIDA DENTAL ASSOCIATION

**HAND DELIVERY**

August 13, 1996

Florida Department of State  
Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

Re.: Articles of Amendment Project: Dentists Care, Inc.

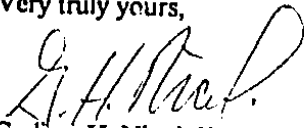
Dear Sir / Madam:

Enclosed for filing please find the original signed, notarized articles of amendment for the above referenced corporation along with a check in the appropriate amount.

Please return a certified copy acknowledging receipt of the amended articles.

Thank you for your cooperation and please contact me directly at the telephone number above if you have any questions or concerns.

Very truly yours,

  
Graham H. Nicol, Esq.  
Director of Legal Affairs

Enclosure

ARTICLES OF AMENDMENT  
PROJECT: DENTISTS CARE, INC.

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TALL.

Pursuant to section 607.1006, Florida Statutes, the Articles of Incorporation of the above-named corporation are hereby amended as follows:

1. Article 4 is hereby amended to read as follows:

The purpose for which the Corporation is organized is to provide free or reduced fee dental care to underserved population groups in the State of Florida

Said organization is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or others private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof. No substantial part of the activities of organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501 (c) (3) of the Internal Revenue Code, corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

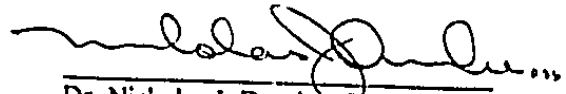
Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

The foregoing amendment was adopted on July 24, 1996.

The amendment was adopted by the Board of Directors without member action. There are no members.

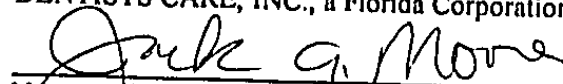
IN WITNESS WHEREOF, we, the undersigned, have executed these articles of amendment, this 13 day of August, 1996.

  
Dr. Franklin M. Boyar, President

  
Dr. Nicholas J. Dundee, Secretary

STATE OF FLORIDA  
COUNTY OF LEON

The foregoing instrument was acknowledged before me this 13 day of August, 1996, by Drs. Franklin M. Boyar and Nicholas J. Dundee, respectively President and Secretary of PROJECT: DENTISTS CARE, INC., a Florida Corporation, on behalf of the Corporation.

  
Notary Public, State of Florida At Large  
My commission expires:



JACK A. MOORE  
MY COMMISSION # CC279315 EXPIRES  
April 22, 1997  
BONDED THRU TROY FAY INSURANCE, INC.