

L17000233165

2017-11-13 0:02:33 (GMT)

1866401211 From Jeremy S. Sloane

Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H17000299325 3)))



H170002993253ABCS

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850) 617-6381

From:

Account Name : SLOANE & JOHNSON, PLLC
Account Number : I20150000117
Phone : (407) 622-6751
Fax Number : (866) 440-1211

****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.****

Email Address: _____

FLORIDA LIMITED LIABILITY CO.
Smiley Face PLLC

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$125.00

N. SAMS

NOV 14 2017

Electronic Filing Menu

Corporate Filing Menu

Help

140
(((H17000299325 3)))
17 NOV 13 PM 3:12

ARTICLES OF ORGANIZATION

OF

SMILEY FACE PLLC

a Florida professional limited liability company

ARTICLE I

NAME

The name of this professional limited liability company is "SMILEY FACE PLLC" (the "Company").

ARTICLE II

MAILING AND STREET ADDRESS

The mailing and street addresses of the principal office of the Company are as follows:

707-876 Good Homes Road
Suite 873
Odando, Florida 32818

ARTICLE III

REGISTERED AGENT

The name and address of the initial registered agent of the Company are as follows:

Sloane & Johnson, PLLC
Attention: Jeremy S. Sloane, Esq.
3670 Maguire Boulevard, Suite 250
Orlando, Florida 32803

ARTICLE IV

MANAGEMENT

The Company shall be governed by a written operating agreement executed by its members (as amended from time to time, the "*Operating Agreement*") and shall be managed by a board of managers (the "*Managers*"). The Managers shall be elected, removed and replaced from time to time solely in accordance with the Operating Agreement of the Company.

ARTICLE V

EFFECTIVE DATE

The effective date of these Articles of Organization shall be the date on which they are accepted for filing by the Florida Department of State.

(((H17000299325 3)))

(((H17000299325 3)))

ARTICLE VI
PURPOSE

The purpose for which the Company is organized is for the sole and specific purpose of providing dental and orthodontic services and products; *provided, however*, that the foregoing shall not be construed to prohibit the Company from investing its funds in real estate, mortgages, stocks, bonds, or any other type of investments, or from owning real or personal property necessary for the rendering of professional services, or engaging in activities ancillary to one or more of the foregoing purposes, all to the extent permitted by the Professional Service Corporation and Limited Liability Company Act, Chapter 621, Florida Statutes.

ARTICLE VII
RESTRICTIONS ON TRANSFER;
ADMISSION OF ADDITIONAL OR SUBSTITUTE MEMBERS

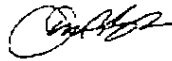
A. Restrictions on Transfer. The Operating Agreement restricts the sale, transfer, pledge, hypothecation, exchange, assignment or other disposition by any means (each, a "*Transfer*") of the limited liability company membership interests in the Company. Any such Transfer shall be void *ab initio* unless made in strict compliance with the terms and conditions of the Operating Agreement.

B. Admission of Members; Permissible Members. No person or entity shall be admitted as a member of the Company, whether as an initial member, in substitution for another member or as an additional member, except in accordance with the Operating Agreement. The sole permissible members of the Company shall be other professional limited liability companies, professional corporations, or individuals who are themselves duly licensed or otherwise legally authorized to render the same professional service as the Company.

ARTICLE VIII
APPLICABLE LAW

The Company is created pursuant to the Professional Service Corporation and Limited Liability Company Act, Chapter 621, Florida Statutes, and shall be governed by the laws of the State of Florida.

IN WITNESS WHEREOF, the undersigned Authorized Representative has submitted these Articles of Organization for the purpose of forming the Company as a Florida professional limited liability company.



Jeremy S. Sloane
Authorized Representative

17 NOV 13 PM 8:12
(((H17000299325 3)))

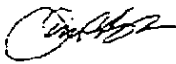
((H17000299325 3)))

**ACCEPTANCE OF DESIGNATION
OF
REGISTERED AGENT**

Pursuant to the provisions of Section 605.0113, Florida Statutes, the undersigned submits the following statement of acceptance of designation as registered agent for the Company:

I, having been named as registered agent and to accept service of process for the above-stated limited liability company as the place designated in these Articles of Organization, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accepts the obligations of its position as registered agent as provided for in Chapter 605 of the Florida Statutes.

SLOANE & JOHNSON, PLLC

By: 

Jeremy S. Sloane, Manager

((H17000299325 3)))