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Florida Department of State
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To:

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Fax Number : (850) 922-4001

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 541-3694
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~~NON~~
FLORIDA PROFIT CORPORATION OR P.A.

BRINGING THE SMILES FOUNDATION, INC.

Certificate of Status	0
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FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

September 26, 2000

EMPIRE

SUBJECT: BRINGING SMILES FOUNDATION, INC.
REF: W00000023357

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

YOU NEED TO CORRECT THE COVE PAGE TO READ FOR NON PROFIT.

- ① The purpose contained in your articles of incorporation should be more specific. Please correct your articles to reflect the specific purpose for which the corporation is being organized.
- ② Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

If you have any further questions concerning your document, please call (850) 487-6931.

Becky McKnight
Document SpecialistFAX Aud. #: H00000050849
Letter Number: 300A00050523

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**ARTICLES OF INCORPORATION
OF
BRINGING SMILES FOUNDATION, INC.**

The undersigned, acting as incorporator of a corporation pursuant to Chapter 617, Florida Statute, adopt(s) the following Articles of Incorporation:

ARTICLE I

The name of the Corporation shall be:

BRINGING SMILES FOUNDATION, INC.

ARTICLE II

The principal place of business and mailing address of this corporation shall be:

**2308 Bayview Drive
Fort Lauderdale, FL 33305**

ARTICLE III

The specific purpose for which the corporation is organized is to provide financial aid to disadvantaged children.

NON-PROFIT CORPORATION

ARTICLE IV

The manner in which the directors are elected or appointed is as follows:

The initial Board of Directors shall consist of 3 Directors who shall be appointed. Thereafter, all directors shall be elected in accordance with the By-Laws.

Prepared by:
David A. Coven, P.A.
2856 East Oakland Park Boulevard
Fort Lauderdale, FL 33306
Florida Bar 362174
(954) 565-8410

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ARTICLE V

The corporate powers of this corporation are as provided in section 617.0302, Florida Statutes, unless limited are as follows:

ARTICLE VI

The name and the street address of the initial registered agent is:

Jean Eastman Carruthers
2308 Bayview Drive
Fort Lauderdale, FL 33305

ARTICLE VII

The name and the street address of the incorporator for these articles of incorporation is:


Jean Eastman Carruthers
2308 Bayview Drive
Fort Lauderdale, FL 33305

The undersigned incorporator has executed these Articles of Incorporation this 14 day of September, 2000.


JEAN EASTMAN CARRUTHERS

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Having been named as Registered Agent and to accept service of process for the above stated corporation at the placed designated in the Articles of Incorporation. I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.


REGISTERED AGENT
JEAN EASTMAN CARRUTHERS
2308 Bayview Drive
Fort Lauderdale, FL 33305

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