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☐

PICK-UP

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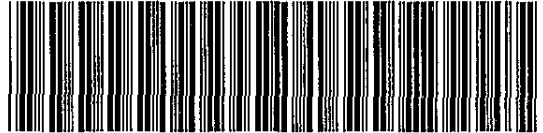
(Business Entity Name)

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8-13-03

## CAPITAL CONNECTION, INC.

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

Dentists Without Borders.Org Inc

Signature \_\_\_\_\_

Requested by: \_\_\_\_\_

Name \_\_\_\_\_

8/13/03  
Date

10:10  
Time

Walk-In \_\_\_\_\_

Will Pick Up \_\_\_\_\_

☒ 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 \_\_\_\_\_

ARTICLES OF INCORPORATION  
OF  
DENTISTS WITHOUT BORDERS.ORG, INC.

A FLORIDA NOT-FOR-PROFIT CORPORATION

FILED  
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DIVISION OF CORPORATIONS  
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The undersigned, for the purpose of forming a not for profit corporation under the laws of the State of Florida, by and under provisions of the Statutes of the State of Florida, providing for the formation, liability, rights, privileges and immunities of not for profit corporation, hereby adopts the following Articles of Incorporation:

ARTICLE ONE  
CORPORATE NAME

The name of this corporation is DENTISTS WITHOUT BORDERS.ORG, INC.

ARTICLE TWO  
DURATION

This corporation shall exist perpetually unless sooner dissolved according to law. The commencement of corporate existence of this corporation shall be on the date these Articles are filed by the Department of State. The place in this state where the principal office of the corporation is to be located is in the Town of Davie, Broward County, Florida.

ARTICLE THREE  
PURPOSE

DENTISTS WITHOUT BORDERS.ORG, INC. is a non-profit organization and is not organized for the private gain of any person. This corporation is organized under the Florida Not for Profit Corporation Act (Chapter 617 Florida Statutes). DENTISTS WITHOUT BORDERS.ORG, INC., is dedicated to the improvement of dental health of the poor and needy throughout the world. DENTISTS WITHOUT BORDERS.ORG, INC.'s

purpose is charitable and educational, with its intended goal and purpose to improve, through the provision of services and education, the dental health of poor and needy persons throughout not only the United States of America, but also the world, without regard to political borders and subdivisions. Notwithstanding any other provisions of these articles, the corporation shall not carry on any activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code. No substantial part of the activities of this corporation shall involve itself in propaganda or otherwise attempt to influence legislation and the corporation shall not participate in, or intervene in any political campaign (including the publication or distribution of statements) on behalf of any candidate for office. In addition, DENTISTS WITHOUT BORDERS.ORG, INC. (i) will distribute its income for each tax year at a time and in a manner as not to become subject to the tax on undistributed income imposed by section 4942 of the Internal Revenue Code, or the corresponding section of any future federal tax code; (ii) will not engage in any act of self-dealing as defined in section 4941(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code; (iii) will not retain any excess business holdings as defined in section 4943(c) of the Internal Revenue Code, or the corresponding section of any future federal tax code; (iv) will not make any investments in a manner as to subject it to tax under section 4944 of the Internal Revenue Code, or the corresponding section of any future federal tax code; and, (v) will not make any taxable expenditures as defined in section 4945(d) of the Internal Revenue Code, or the

corresponding section of any future federal tax code.

ARTICLE FOUR  
MANNER OF ELECTION OF DIRECTORS

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

The Board of Directors shall consist of a minimum of two and not more than seven directors, who shall annually elect their own members. The bylaws shall prescribe the time, replacement of vacancies, duties, etc.

The number of directors constituting the board of directors of the corporation is two, and the name and address of each person who is to serve as a director is as follows:

NAME	ADDRESS
Anita Angela Sharma	2600 South University Drive, #228 Davie, Florida 33328
Krishan Sharma, Ph.D.	113 Douglas Ridge Circle SE Calgary, Alberta, Canada T2Z3B7

ARTICLE FIVE  
USE OF FUNDS: DISSOLUTION

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers or other private person, except that the corporation 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 Article Three hereof.

This corporation shall be dissolved and its affairs concluded by a two-thirds vote of the Board of Directors.

Upon dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code,

or the 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 so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which were organized and operated exclusively for such purposes.

ARTICLE SIX  
LIMITATION OF CORPORATE POWERS

The corporate powers of this corporation are as provided for in Section 617.0302, Florida Statutes, as limited by Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE SEVEN  
REGISTERED AGENT AND STREET ADDRESS

The principal place of business of this corporation shall be 2600 South University Drive, #2600, Davie, Florida 33328, with the privilege of having branch offices at any other place, and the Registered Agent and the initial registered office for service shall be:

M. SCOTT KLEIMAN, ESQ.  
7320 Griffin Road, Suite 109  
Davie, Florida 33314

ARTICLE EIGHT  
STATUTORY REFERENCES

All references to Sections of the Internal Revenue Code shall mean and refer to those sections as they now exist, or as they may hereafter be amended, supplanted or revised, or the corresponding provisions of any future United States Internal Revenue Law.

ARTICLE NINE  
INCORPORATORS

The name and address of the incorporator is:

M. Scott Kleiman, Esq.      7320 Griffin Road, Suite 109  
Davie, Florida 33314

ARTICLE TEN  
INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE ELEVEN  
AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors at a Board of Directors' meeting, after due notice given, by vote of two-thirds majority of the directors entitled to vote thereon and present at said meeting.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 12 day of August, 2003.

WITNESSES:

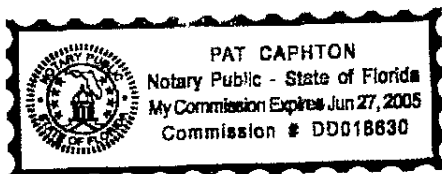
Patricia Caphton  
Barbara Cook

\_\_\_\_\_  
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\_\_\_\_\_  
\_\_\_\_\_

M. SCOTT KLEIMAN

STATE OF FLORIDA      )  
   )  
COUNTY OF BROWARD      )

August      The foregoing instrument was acknowledged before me this 12 day of August, 2003, by M. SCOTT KLEIMAN, who is personally known to me.



Pat Caphton  
NOTARY PUBLIC

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

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In pursuant of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First-- That DENTISTS WITHOUT BORDERS.ORG, INC., desiring to organize under the laws of the State of Florida, with its principal office at 2600 South University Drive, #228, Davie, County of Broward, State of Florida, 33328, has named M. Scott Kleiman, Esq., located at 7320 Griffin Road, Suite 109, Davie, Florida, 33314, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Signature: 

M. Scott Kleiman  
Incorporator

Date: August 12, 2003

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

Signature: 

M. Scott Kleiman, Esq.  
Resident Agent

Date: August 12, 2003

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