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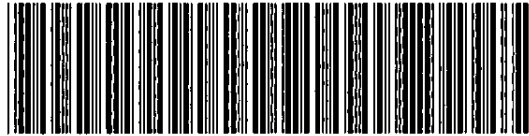
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11 MAR -3 AM 10:50

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FILED

11 MAR -3 AM 8:00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MRS
3/4

Sunstate Research

Requester's Name

Address

City/State/Zip

Phone #

FILED

11 MAR -3 AM 8:00

SECRETARY OF STATE
TALLAHASSEE FLORIDA

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

1. Smiles For Hope Foundation
(Corporation Name) (Document #)

2. Inc
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

- ☒ Walk in ☐ Pick up time ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☒ Certificate of Status

NEW FILINGS

- ☐ Profit
☒ Not for Profit
☒ Limited Liability
☐ Domestication
☐ Other

OTHER FILINGS

- ☐ Annual Report
☐ Fictitious Name

AMENDMENTS

- ☐ Amendment
☐ Resignation of R.A., Officer/Director
☐ Change of Registered Agent
☐ Dissolution/Withdrawal
☐ Merger

REGISTRATION/QUALIFICATION

- ☐ Foreign
☐ Limited Partnership
☐ Reinstatement
☐ Trademark
☐ Other

Examiner's Initials

**ARTICLES OF INCORPORATION
FOR
SMILES FOR HOPE FOUNDATION, INC.**
In Compliance with Chapter 617, F.S., (Not for Profit)

FILED
11 MAR -3 AM 8:00
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned, being over the age of eighteen (18) years and competent to contract, for the purpose of organizing a Corporation Not for Profit pursuant to the laws of the State of Florida, does hereby adopt the following Articles of Incorporation, and does hereby agree and certify as follows:

ARTICLE I
NAME

The name of the Corporation shall be SMILES FOR HOPE FOUNDATION, INC.

ARTICLE II
PRINCIPAL OFFICE

The physical address of the principal office of the Corporation shall be 4250 N. Alafaya Trail, Suite 180, Oviedo, Florida 32765. The mailing address of the principal office of the Corporation shall be 4250 N. Alafaya Trail, Suite 180, Oviedo, Florida 32765.

ARTICLE III
PURPOSE AND POWERS

The primary purpose for which this Corporation is organized is to serve as a scholarship program whereby low income families and their children may participate and apply for complimentary orthodontic treatment, braces, and dental services. The Corporation is organized exclusively for charitable, religious, educational, and/or scientific purposes 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 corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, 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 III hereof.

Upon the dissolution of the Corporation, the Board of Directors shall, after paying or adequately providing for all the debts, obligations, and liabilities of the Corporation, distribute the remaining assets of the Corporation exclusively for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, to such organization or organizations which are tax exempt under section 501(c)(3) of the Code, or corresponding section of any future federal tax code, as the Board of Directors in its sole discretion shall determine.

The extent of personal liability, if any, for directors, officers, or members for corporate obligations and the methods of enforcement and collection, are as follows: NONE. Further, the Directors and officers shall be exempt from liability and/or indemnified from costs and judgments to the full extent permitted by Florida law. In the event the Florida law is subsequently amended to authorize the further elimination or limitation of the liability of Directors or Officers of nonprofit corporations, then the liability of Directors and Officers of the Corporation in addition to the limitation on person liability provided under this Article, shall be limited to the fullest extent permitted by such later amended Florida law.

ARTICLE IV **MANNER OF ELECTION**

Directors shall be elected as set forth in the Corporation's Bylaws.

ARTICLE V **INITIAL BOARD OF DIRECTORS**

This Corporation shall have four (4) directors initially. The number of directors may be either increased or diminished from time to time in accordance with the Bylaws, but shall never be less than three (3). The name and street addresses of the initial directors of this Corporation are:

DAVID R. LACH, President/CEO
4250 N. Alafaya Trail, Suite 180
Oviedo, Florida 32765

BETH DAVALOS, MSW
Seminole County Public Schools
1801 Tuskawilla Road
Oviedo, Florida 32765

LINDA MCKENZIE
2839 Clayton Crossing Way
Oviedo, Florida 32765

DEREK SCOTT, CPA
605 E. Robinson St. #522
Orlando, Florida 32801

ARTICLE VI
INITIAL REGISTERED AGENT AND OFFICE

The name and address of the registered agent shall be as follows:

MARGARET "PEGGY" R. HOYT
The Law Offices of Hoyt & Bryan, LLC
254 Plaza Drive
Oviedo, Florida 32765

ARTICLE VII
INCORPORATOR

The name and street address of the person signing these articles of incorporation is:

DAVID R. LACH
4250 N. Alafaya Trail, Suite 180
Oviedo, Florida 32765

ARTICLE VIII
BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors.

ARTICLE IX
INDEMNIFICATION

This Corporation may be empowered to indemnify any officer or director, or any former officer or director in the manner set out and provided for in the bylaws of this Corporation.

ARTICLE X
AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto.

ARTICLE XI
HEADINGS AND CAPTIONS

The headings or captions of these various Articles of Incorporation are inserted for convenience and none of them shall have any force or effect and the interpretation of the various articles shall not be influenced by any of said headings or captions.

IN WITNESS WHEREOF, the undersigned does hereby make and file these Articles of Incorporation declaring and certifying that the facts stated herein are true, and hereby subscribes thereto and hereunto sets his hand and seal this 10th day of February, 2011.




DAVID R. LACH

FILED
11 MAR -3 AM 8:00
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED to accept service of process for the above named Corporation, at the place designated in this Certificate, I hereby accept this appointment and agree to act in this capacity, and I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties as Registered Agent.

Dated this 25 day of February, 2011.


MARGARET "RIGGY" R. HOYT
The Law Offices of Hoyt & Bryan, LLC
254 Plaza Drive
Oviedo, Florida 32765
(407) 977-8080

FILED
11 MAR -3 AM 8:00
SECRETARY OF STATE
TALLAHASSEE FLORIDA

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE FOR
SMILES FOR HOPE FOUNDATION, INC.**

FILED

11 MAR -3 AM 8:00

**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

PURSUANT TO THE PROVISIONS OF FLORIDA STATUTES SECTIONS 607.0502(2), 617.0502(2), 607.1509, or 617.1509, THE UNDERSIGNED NOT FOR PROFIT CORPORATION SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the Corporation is SMILES FOR HOPE FOUNDATION, INC.
2. The name and address of the registered agent and office is as follows:

MARGARET "PEGGY" R. HOYT
The Law Offices of Hoyt & Bryan, LLC
254 Plaza Drive
Oviedo, Florida 32765

Having been named as registered agent and to accept service of process for the above stated Corporation at the place designated in this certificate, 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.



MARGARET "PEGGY" R. HOYT

2/25/2011
DATE