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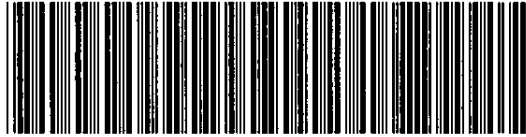
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COVER LETTER

Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

SUBJ: **DOWNTOWN DENTAL OF LAKE CITY, INC.**

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for:

*(\$78.75 – Filing Fee & Certificate of Status)*

FROM:

**Charles D. Oden**  
**21273 NW County Road 235**  
**Lake Butler, FL 32054**  
**352-745-1122**  
[charles.oden@saintleo.edu](mailto:charles.oden@saintleo.edu)

NOTE: Please provide the original and one copy of the articles.

*ARTICLES OF INCORPORATION*  
*FOR*  
*DOWNTOWN DENTAL OF LAKE CITY, INC.*

The undersigned incorporator, for the purpose of forming a Florida not-for-profit corporation, hereby adopts the following Articles of Incorporation in compliance with Chapter 617, F.S., (Not-for-Profit).

**ARTICLE I – NAME**

The name of the corporation: Downtown Dental of Lake City, Inc.

**ARTICLE II – PRINCIPAL OFFICE**

The principal place of business address:

1140 SW Bascom Norris Drive, Suite 105  
Lake City, FL 32025

The mailing address of the corporation is:

Post Office Box 1649  
Lake City, FL 32056-1649

**ARTICLE III – PURPOSE**

The specific purpose for which this corporation is organized is:

**CORPORATE PURPOSES:** The purposes for which this corporation is formed are exclusively charitable, educational and consist of the following:

1. This corporation is formed exclusively for charitable, educational and humanitarian purposes within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.
2. This corporation is established to operate a free emergency dental clinic for the working poor residing in Columbia County, Florida, and to serve as a resource for providing dental services, education, consultation, and advocacy, and such other activities as are

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CLERK OF DISTRICT COURT  
LAKE CITY, FLORIDA

ordinary or customary to such not for profit entities. Our mission is to actively serve people by providing facilities and services that contribute to the oral health of the community.

3. To do any and all lawful activities which may be necessary, useful, or desirable for the furtherance, accomplishment, fostering, or attaining of the foregoing purposes, either directly or indirectly, and either alone or in conjunction or cooperation with others, whether such others be persons or organizations of any kind or nature, such as corporations, firms, association, trusts, institution, foundations, or governmental bureaus, departments or agencies.
4. No part of the net earnings of which inures will benefit any private shareholder or individual.
5. No part of the activities will include carrying on propaganda or otherwise attempting to influence legislation.
6. All of the foregoing purposes shall be exercised exclusively for charitable and educational purposes in such manner that the Corporation will qualify as an exempt organization under section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

#### **501(c)(3) LIMITATIONS**

1. **Corporate Purposes:** Notwithstanding any other provision of these articles, this organization shall not carry on any other activities not permitted to be carried on by an organization exempt from Federal and State income tax under section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.
2. **Exclusivity:** The Corporation is organized exclusively for providing dental procedures and education to the specific Lake City community and surrounding areas, to actively serve people by providing facilities and services that contribute to the oral health of the community.
3. **No Private Inurement:** The Corporation is not organized not shall it be operated for the primary purpose of generating pecuniary gain or profit. The Corporation shall not distribute any gains, profits or dividends to the Directors, Officers, or Members thereof, or to any individual, exempt as reasonable compensation for services actually performed in carrying out the Corporation's charitable and educational purposes. The property, assets, profits and net income of the Corporation are irrevocably dedicated to charitable and educational purposes, no part of which shall inure to the benefit of any individual.
4. **Membership:** The Corporation has no membership requirements for voting as there are no members.
5. **Lobbying and Political Campaigns:** No substantial part of the activities of the Corporation shall consist of the carrying on of propaganda or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in, any political campaign on behalf of any candidate for public office.
6. **Dissolution:** Upon winding up and dissolution of the Corporation, the assets of the Corporation remaining after payment of all debts and liabilities shall be distributed to an organization recognized as exempt under section 501(c)(3) of the Internal Revenue Code of 1986 to be used exclusively for charitable and educational purposes. If the Corporation holds any assets in trust, such assets shall be disposed of in such a manner as

may be directed by decree of the Circuit Court of the district in which the Corporation's principal office is located, upon petition thereof by the Attorney General or by any person concerned in the liquidation.

**INDEMNIFICATION:** Any person (and the heirs, executors and administrators of such person) made or threatened to be made a party to any action, suit or proceedings by reason of the fact that he is or was a Director or Officer of the Corporation shall be indemnified by the Corporation against any and all liability and the reasonable expenses, including attorney's fees and disbursements, incurred by him (or by his heirs, executors or administrators) in connection with the defense or settlement of such action, suit or proceeding, or in connection with any appearance therein, except in relation to matters as to which it shall be adjudged in such action, suit or proceeding that such Director or Officer is liable for negligence or misconduct in the performance of his duties. Such right of indemnification shall not be deemed exclusive of any other rights to which such Director or Officer (or such heirs, executors or administrators) may be entitled apart from this article.

#### **ARTICLE IV – MANNER OF ELECTION**

The manner in which Directors are elected and appointed are:

As provided by the By-Laws of the Corporation

#### **ARTICLE V – INITIAL OFFICERS AND/OR DIRECTORS**

The initial Officers and/or Directors of the Corporation are:

Title: President (Pres)  
Ronal Dale Tompkins, Jr.  
1452 SE County Road 349  
Lake City, FL 32025

Title: Vice President (VP)  
Charles D. Oden  
21273 NW County Road 235  
Lake Butler, FL 32054

Title: Secretary/Treasurer (Sec/Treas)  
Nina Heringer  
522 SW Tularosa Lane  
Lake City, FL 32025

**ARTICLE VI – REGISTERED AGENT**

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

Charles D. Oden  
21273 NW County Road 235  
Lake Butler, FL 32054

*Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity*

Registered Agent signature:



**ARTICLE VII - INCORPORATOR**

The name and address of the incorporator is:

Charles D. Oden  
21273 NW County Road 235  
Lake Butler, FL 32054

*I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.*

Incorporator signature:



**ARTICLE VIII – EFFECTIVE DATE**

The effective date for this Corporation shall be:

**07/15/2015**

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STATE OF FLORIDA  
DEPARTMENT OF STATE