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To: Division of Corporations
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From: Account Name : GEORGE F. INDEST III, P.A. - THE HEALTH LAW FIRM
Account Number : J20000000056
Phone : (407) 331-6620
Fax Number : (407) 331-3030

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**FLORIDA PROFIT/NON PROFIT CORPORATION
THE ORAL HEALTH INSTITUTE, INC.**

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**ARTICLES OF INCORPORATION
OF
THE ORAL HEALTH INSTITUTE, INC.
(A Not-for-Profit Corporation)**

Pursuant to the provisions of Chapter 617, Florida Statutes, the undersigned hereby incorporates to form a Florida not-for-profit corporation, under the following terms:

PREAMBLE

WHEREAS, the incorporator/initial member(s) desire to create a not-for-profit Florida corporation;

WHEREAS, the corporation's mission shall be to promote and improve the oral health of the citizens of Florida; and

WHEREAS, the corporation intends to focus primarily on the creation and implementation of a School-Based Preventative Dental Program, promoting Oral Health Education, and assisting in the establishment of dental homes for Florida children.

THEREFORE, the owners, operators, members and incorporators involved in this venture desire to form this not-for-profit corporation pursuant to the laws of the State of Florida.

ARTICLE I
Name

The name of this corporation is The Oral Health Institute, Inc. (the "Corporation").

ARTICLE II
Authority

The Corporation is organized pursuant to the Florida Corporations Not-for-Profit Law set forth in Chapter 617 of the Florida Statutes as a not-for-profit corporation, and Section 501(c)(3) of the Internal Revenue Code.

ARTICLE III
Purpose

Section 1. The Corporation is organized for the following purposes:

- A. To foster the creation of programs designed to promote and improve the oral health of the citizens of Florida.
- B. To establish and implement a School-Based Preventative

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Dental Program.

- C. To design and implement Oral Health Education Programs.
- D. To create or assist in the creation of dental homes for Florida children.
- E. To promote the health and welfare of the citizens of Florida through such means as may be available to the Corporation for doing so.
- F. For such other purposes incidental and related to those stated above as the Board of Directors may decide that are consistent with the foregoing.
- G. For such other charitable, educational, and scientific purposes within the meaning of the Internal Revenue Code as is consistent with the foregoing.

Section 2. The Corporation is organized to function for charitable, educational, and scientific purposes within the meaning of the Internal Revenue Code of 1986. Solely for the above purposes, the Corporation is empowered to exercise all rights and powers conferred by the laws of the State of Florida upon not for profit corporations, including, but without limitation thereon, to receive gifts, devises, bequests and contributions in any form, and to use, apply, invest and reinvest the principal or income therefrom or distribute the same for the above purposes.

ARTICLE IV
Incorporator

The name and address of the incorporator for the purpose of filing these Articles of Incorporation, and whose signature appears below, is:

Lance O. Leider, Esquire
The Health Law Firm
1101 Douglas Avenue
Altamonte Springs, Florida 32714.

ARTICLE V
Board of Directors

Section 1. The number of directors of the Corporation shall be as determined by the Board of Directors, but shall never be less than three (3) and no more than thirty-five (35).

Section 2. Members of the Board of Directors shall be elected and hold office in accordance with the Bylaws.

Section 3. The Board of Directors may establish an Executive Committee of the Board of Directors which may meet at regular intervals and conduct business on behalf of the Board of Directors between regular meetings of the Board of Directors, as further specified in the Bylaws.

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Section 4. The Board of Directors may elect or appoint Honorary Members whose goals and interests are consistent with those of the Corporation. Honorary Members may attend meetings of the Board of Directors, but are not required to do so. Honorary Members of the Board of Directors shall not have voting authority.

ARTICLE VI **Officers**

Section 1. The officers of the Corporation shall be a President, a Vice President, a Secretary, a Treasurer, and such other officers as may be provided in the Bylaws.

Section 2. The initial officers shall be elected at the organizational meeting of the Corporation and shall serve until their replacements are elected.

Section 3. Officers shall be elected at the annual meeting of the Board of Directors or as otherwise provided in the Bylaws.

ARTICLE VII **Bylaws**

Section 1. The Board of Directors of this Corporation may adopt such Bylaws for the conduct of its business and the carrying out of its purposes as they may deem necessary, provided the same shall not be inconsistent with these Articles of Incorporation nor contrary to the laws of the State of Florida or the United States.

Section 2. The Bylaws may be amended as provided in the Bylaws.

ARTICLE VIII **Amendments**

Section 1. These Articles of Incorporation may be amended at a special meeting of the Board of Directors called for that purpose, by a majority vote of those present.

Section 2. Amendments to these Articles of Incorporation may also be made at a regular meeting of the Board of Directors upon prior notice being given of intention to submit such amendments, or as further provided by the Bylaws, by a majority vote of those present.

ARTICLE IX **Registered Office and Registered Agent**

The name and the street address of the initial registered agent and registered office of this Corporation shall be: Carlos Perez, 2540 Bimini Lane, Fort Lauderdale, Florida 33312.

ARTICLE X **Principal Office of the Corporation**

The initial principal office address of the Corporation, until changed by the Directors, shall

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bc: 910 South West 15th Street, Deerfield Beach, Florida 33441.

ARTICLE XI
Tax Exempt Status

Section 1. No part of the net earnings or property of the Corporation shall inure to the benefit of, or be distributed to, any member, other than a member which is exempt from federal income tax under Section 501(c), of the Internal Revenue Code of 1986 (or corresponding provision of any future United States Internal Revenue Law), director, officer, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payment and distributions and furtherance of the purposes set forth in Article III hereof. The Corporation shall not have the power to declare dividends.

Section 2. No substantial part of the activities of the Corporation shall be carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on by:

(a) a corporation exempt from federal income tax under Section 501(c) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law),

(b) a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), if the Corporation solicits or accepts such contributions.

Section 3. Notwithstanding anything herein to the contrary, the Corporation shall not take any action or omit to take any action or make any payment which would result in an avoidable tax liability under Internal Revenue Code 1986 Sections 4940 through 4945 (or the corresponding provision of any future United States Internal Revenue Law), or could result in termination of the Corporation's status as a private foundation under Internal Revenue Code of 1986, Section 507 (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE XII
Meetings

Section 1. The annual meeting for the election of members of the Board of Directors shall be held as may be provided in the Bylaws.

Section 2. The Corporation may provide in its Bylaws for the holding of additional regular meetings and any special meetings and shall provide notice of all such meetings.

ARTICLE XIII
Distribution of Assets Upon Dissolution

Upon the dissolution of the Corporation, the assets of the Corporation (if any) shall be used to the greatest extent possible for the purposes set forth in Article III above of these Articles.

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Consistent with this, the assets shall be distributed for one or more exempt purposes within the meaning of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), or shall be distributed to another not-for-profit corporation, charity or charitable foundation with goals and purposes consistent with the foregoing, or to the federal government, or to a state or local government, for a public purpose, as previously set forth with the limitation that it be used to the extent feasible for the purposes set forth in Article III above. Any such assets not so disposed of shall be disposed of by the Circuit Court 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 are organized and operated exclusively for such purposes, consistent with the purpose of this Corporation as set forth in Article III above.

ARTICLE XIV
Indemnification

The Corporation may indemnify any officer, director, honorary director, member (if any), contractor, incorporator, or any former officer, director, honorary director, member (if any), contractor, or incorporator to the fullest extent permitted by law.

ARTICLE XV
Members

Section 1. Initial Members. Initially, until the Corporation becomes fully operational the sole member and operator of the Corporation shall be Jason Korkus.

Section 2. Subsequent Members. Once the Corporation is fully operational and approved, there may be members who shall be allowed to join the Corporation. These are expected to be individuals and organizations who shall participate in the governance and operation of the Corporation.

***** SIGNATURE PAGES TO FOLLOW *****

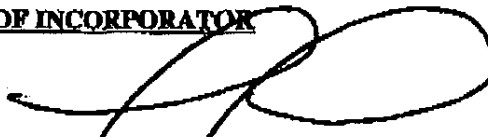
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SIGNATURE OF INCORPORATOR



LANCE O. LEIDER, ESQUIRE
as Incorporator
The Health Law Firm
1101 Douglas Avenue
Altamonte Springs, Florida 32714

ACKNOWLEDGMENT

STATE OF FLORIDA }
COUNTY OF SEMINOLE }

The foregoing instrument was acknowledged before me on this 5th day of November, 2015, by Lance O. Leider who is personally known to me, acting as the Authorized Representative and Incorporator of this Corporation.




NOTARY PUBLIC-STATE OF FLORIDA

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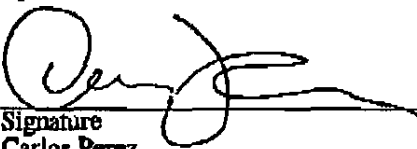
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CERTIFICATE OF ACCEPTANCE BY REGISTERED AGENT

The undersigned, as registered agent appointed in accordance with the foregoing Articles of Incorporation for **THE ORAL HEALTH INSTITUTE, INC.**, does hereby accept such appointment, and does hereby state that it is familiar with, and accepts, the obligations imposed pursuant to Section 617.0501, Florida Statutes.

Name: **Carlos Perez**
Address: **2540 Bimini Lane**
Fort Lauderdale, Florida 33312

By:


Signature _____ date 11/5/15
Carlos Perez

ACKNOWLEDGMENT

STATE OF FLORIDA

COUNTY OF Broward

The foregoing instrument was acknowledged before me on this 5 day of November, 2015, by Carlos Perez who is personally known to me or who produced identification.


NOTARY PUBLIC-STATE OF FLORIDA

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