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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

N16-2157

MD 3/23

William R Leonard, PA
Florida Supreme Court Certified County, Family & Circuit Court Mediator
Florida Supreme Court Qualified Arbitrator
Lawyer

4944 SW 10th Lane
Gainesville, FL 32607

Fax: 954.337.2853
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Leonardlaw@cox.net

31 December 2015

Department of State
Division of Corporations
Corporate Filings
PO Box 6327
Tallahassee, FL 32314

Dear Sir/Ma'am:

Enclosed please find the Articles of Incorporation for The SmiLe Foundation, Inc., a Florida Corporation not for profit, along with check #10962 in the amount of \$70.00 for the filing fee.

Thank you.

Sincerely Yours,
William R Leonard, PA

/s/ William R Leonard

William R Leonard
Enclosures as noted



FLORIDA DEPARTMENT OF STATE
Division of Corporations

January 13, 2016

WILLIAM R. LEONARD
4944 S.W. 10TH LANE
GAINESVILLE, FL 32604

SUBJECT: THE SMILE FOUNDATION, INC.
Ref. Number: W16000002157

We have received your document for THE SMILE FOUNDATION, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6052.

Maryanne Dickey
Regulatory Specialist II
New Filing Section

Letter Number: 816A00000892



FLORIDA DEPARTMENT OF STATE
Division of Corporations

March 7, 2016

WILLIAM R. LEONARD
4944 S.W. 10TH LANE
GAINESVILLE, FL 32604

SUBJECT: THE SMILE FOUNDATION, INC.
Ref. Number: W16000002157

We have received your document for THE SMILE FOUNDATION, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

You failed to make the correction(s) requested in our previous letter.

You must list at least one incorporator with a complete business street address.

The person designated as incorporator in the document and the person signing as incorporator must be the same.

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6052.

Maryanne Dickey
Regulatory Specialist II
New Filing Section

Letter Number: 816A00000892

Articles of Incorporation for:
The SMiLe Foundation of Gainesville, Inc.,
a Florida corporation not for profit.

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16 MAR 21 PM 2:25
CLERK OF STATE
TALLAHASSEE, FLORIDA

Article One, Name

The name of this corporation is: The SMiLe Foundation of Gainesville, Inc., a Florida corporation not for profit.

Article Two, Purpose

In honor of and remembrance of Sarah Michelle Landauer, The SMiLe Foundation of Gainesville, Inc., a Florida corporation not for profit, is hereby established, pursuant to this charter and Florida law.

This Foundation has been established to provide resources for research and education concerning sudden cardiac arrest in young athletes. This Foundation is organized exclusively for charitable educational and research purposes, including, for such purposes; the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Except as authorized in Section 617.1302 Florida Statutes, no part of the net earnings of the Foundation shall inure to the benefit of, or be distributable to, its members, trustees, officers, or other private persons, except that the Foundation 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 the purpose clause hereof. No substantial part of the activities of the Foundation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Foundation 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 other provision of this document, the Foundation shall not carry on any other activities not permitted to be carried on (a) by an Foundation exempt from federal income tax under section 501(c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code or (b) by an organization, contributions to which are deductible under section 170(c) (2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Upon the dissolution of this Foundation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c) (3) of the Internal Revenue Code, or 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 disposed of shall be disposed of by the Circuit Court of the county in which the

Articles for: The SMiLe Foundation of Gainesville, Inc., a Florida corporation not for profit.

principal office of the Foundation is then located, exclusively for such purposes or to such organization or organizations, as the Court shall determine, which are organized and operated exclusively for such purposes.

The purposes of The SMiLe Foundation of Gainesville, Inc., a Florida corporation not for profit, are to receive and solicit funds and property, to invest and reinvest the same, and to disburse and distribute the same as voluntary, gratuitous and charitable gifts and contributions, solely to further the research, education and prevention of sudden cardiac arrest in young adults/students/athletes.

Article Three, Directors and Governance

- A. The manner in which the directors are elected are as provided in the Bylaws
- B. The initial Board of Directors shall consist of the following three Directors, each of whom shall serve until replaced pursuant to the By-Laws:

President: David Butterfield, 1124 Pheasant Circle, Winter Springs, FL 32708
Dbutter61@gmail.com

Treasurer: Annette Pursley, 1477 W Fairbanks Avenue, Suite 200, Winter Park, FL 32789
Apursley@janvrinregan.com

Director: Kery Gerrity, 1139 Howell Creek Drive, Winter Springs, FL 32708.
Kgerrity@orlandoseniorhealth.org

- C. Governance, including the power to alter or amend this charter, is exclusively vested in the Board of Directors.

Article Four, Principle Office or Place of Business

The principle office, mailing address and place of business is: 1477 W Fairbanks Avenue, Suite 200, Winter Park, FL 32789.

Article Five, Registered Agent & Acceptance

The registered agent is: William. R. Leonard and the office address is: William. R. Leonard, PA, 4944 SW 10th Lane, Gainesville, FL 32607-3873 (leonardlaw@cox.net).

Acceptance by Registered Agent

I, William Robert Leonard, do accept the appointment as Registered Agent and designate William. R. Leonard, PA, 4944 SW 10th Lane, Gainesville, FL 32607-3873, as the Registered Office; all as set forth in the foregoing Articles of Incorporation.



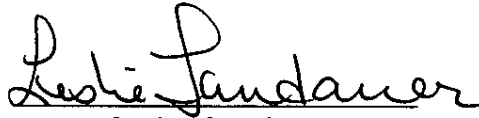
William Robert Leonard

Articles for: The SMiLe Foundation of Gainesville, Inc., a Florida corporation not for profit.

Article Six. Incorporator

The name and address of the Incorporator of these Articles of Incorporation is:

I, the undersigned, being the only original Incorporator of the foregoing corporation, do hereby certify that the foregoing constitutes the proposed Articles of Incorporation of The SMiLe Foundation of Gainesville, Inc., a Florida corporation not for profit, and I hereby declare and certify that the facts herein stated are true.



Leslie Landauer

315 NW 28th. Terrace
Gainesville, FL 32607

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16 MAR 21 PM 2:26
CLERK OF STATE
TALLAHASSEE, FLORIDA