

N160000007520

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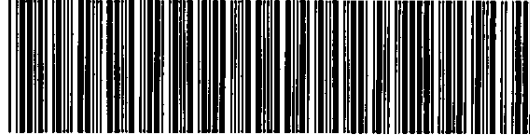
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10/4/16

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: BLOOMING SMILES, INC.

DOCUMENT NUMBER: N16000007520

The enclosed **AMENDED AND RESTATED ARTICLES OF INCORPORATION** and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

CHELSEA T. SILVIA, ESQ.

(Name of Contact Person)

REINER & REINER, P.A.

(Firm/ Company)

9100 SOUTH DADELAND BLVD., SUITE 901

(Address)

MIAMI, FLORIDA 33156

(City/ State and Zip Code)

cts@reinerslaw.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Diana Escobar

305

670-8282

at

(Name of Contact Person)

(Area Code)

(Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

☒ \$35 Filing Fee
Previously paid

☐ \$43.75 Filing Fee &
Certificate of Status

☐ \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed)

☐ \$52.50 Filing Fee
Certificate of Status
Certified Copy
(Additional Copy is
Enclosed)

Mailing Address

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301



FLORIDA DEPARTMENT OF STATE
Division of Corporations

September 12, 2016

CHELSEA T. SILVIA
9100 SOUTH DADELAND BLVD.
SUITE 901
MIAMI, FL 33156

SUBJECT: BLOOMING SMILES INC.
Ref. Number: N16000007520

We have received your document for BLOOMING SMILES INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Amendments for nonprofit corporations are filed in compliance with section 617.1006, Florida Statutes. Please see the attached information.

The Articles of Amendment that was attached to your document can not be filed together. You may file the attached document as Amended and Restated Articles must it must follow the Florida Statute 617.1007.

Please return 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) 245-6050.

Carol Mustain
Regulatory Specialist II

Letter Number: 016A00019285

**AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
BLOOMING SMILES INC.**

ARTICLE I - NAME

The name of the corporation shall be Blooming Smiles Inc. This corporation is incorporated under the laws of the State of Florida as a non-profit corporation.

ARTICLE II - PRINCIPAL OFFICE

The place in this state where the principal office of the corporation is to be located shall be: 3343 NW 27th Terrace; Boca Raton, Florida 33434. The mailing address of Blooming Smiles Inc shall be: 3343 NW 27th Terrace; Boca Raton, Florida 33434.

ARTICLE III - PURPOSE

Said corporation is organized exclusively for charitable, religious, educational, and scientific 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 the corresponding section of any future federal tax code. Without limiting the generality of the foregoing, the organization will be dedicated to acquiring flower donations from events and stores and re-purposing the used flowers into arrangements to be delivered to nursing homes, assisted living facilities, hospice, and others similarly situated.

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 herein. No substantial part of the activities of the corporation shall be the 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) and political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax code, or (b) 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.

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of the 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

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organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE IV - MANNER OF ELECTION

Elections will be made during a scheduled meeting where all members will have an opportunity for a position. The Incorporator will oversee the meeting and the elections.

ARTICLE V - OFFICERS & DIRECTORS

The names, titles and addresses are as follows:

Donna Silvia, President	Address: 3343 NW 27 th Terr., Boca Raton, FL 33434
Eileen Tollefson, Vice President	Address: 3235 NW 27 th Terr., Boca Raton, FL 33434
Sharon Youngerman, Treasurer	Address: 5600 Rico Dr., Boca Raton, FL 33487
Kathy Mullins, Secretary	Address: P.O. Box 729, Boca Raton, FL 33429
Robyn Bean, Member	Address: 5596 Amerisham Way, Boca Raton, FL 33486
Shara Silvia, Member	Address: 3343 NW 27 th Terr., Boca Raton, FL 33434

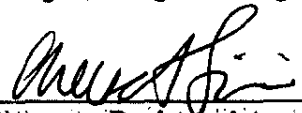
ARTICLE VI - REGISTERED AGENT

The name and Florida street address of the Registered Agent of this corporation is: Chelsea T. Silvia; Reiner & Reiner, P.A., 9100 South Dadeland Blvd., Suite 901; Miami, Florida 33156.

ARTICLE VII - INCORPORATOR

The name and address of the Incorporator is: Chelsea T. Silvia; Reiner & Reiner, P.A., 9100 South Dadeland Blvd., Suite 901; Miami, Florida 33156.

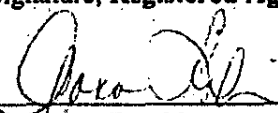
Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.



Signature, Registered Agent

9/21/16

Date



Signature, President

9-21-16

Date

The date of each amendment(s) adoption: September 19, 2016, if other than the date this document was signed.

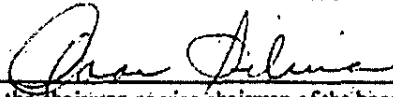
Effective date if applicable: September 19, 2016
(no more than 90 days after amendment file date)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

Adoption of Amendment(s) (CHECK ONE)

- ☒ The amendment(s) was/were adopted by the members and the number of votes cast for the amendment(s) was/were sufficient for approval.
- ☐ There are no members or members entitled to vote on the amendment(s). The amendment(s) was/were adopted by the board of directors.

Dated September 21, 2016

Signature: 
(By the chairman or vice chairman of the board, president or other officer-if directors have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

Donna Silvia Donna Silvia
(Typed or printed name of person signing)

President
(Title of person signing)