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CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

V HERRING

OCT 13 2016

COVER LETTER

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

SUBJECT: ALL STAR SMILES, INC.

(PROPOSED CORPORATE NAME – MUST INCLUDE SUFFIX)

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

☒ \$70.00
Filing Fee

☐ \$78.75
Filing Fee &
Certificate of
Status

☐ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: WALTER H. MESSICK

Name (Printed or typed)

951 YAMATO RD., SUITE 250

Address

BOCA RATON, FL 33431

City, State & Zip

561/995-8868

Daytime Telephone number

MESSICKW@GALVANMESSICK.COM

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

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

**Articles of Incorporation
of
All-Star Smiles, Inc.**

In compliance with the requirements of F.S. Chapter 617, the undersigned, being a natural person, hereby acts as an incorporator in adopting and filing the following Articles of Incorporation for the purpose of organizing a not-for-profit business corporation.

ARTICLE I

The name of the Corporation ("Corporation") is All-Star Smiles, Inc.

ARTICLE II

The principal place of business and mailing address of the Corporation is:

3911 West Atlantic Ave.
Delray Beach, FL 33445

ARTICLE III

The purpose of the Corporation is to provide dental services to children and underprivileged persons who are uninsured and unable to pay for such services.

ARTICLE IV

The method by which Directors are elected shall be as stated in the Corporation's Bylaws.

ARTICLE V

The initial Officers and Directors of the Corporation are:

Title: Director/President/Treasurer/Secretary
Name: Craig Spodak, D.D.S.
Address: 3911 W. Atlantic Ave., Delray Beach, FL 33445

Title: Director
Name: Tiffany Dudley, D.D.S.
Address: 3911 W. Atlantic Ave., Delray Beach, FL 33445

Title: Director
Name: Dr. Contessa Bryant
Address: 12762 S.W. 265 Terr., Naranja, FL 33032

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TALLAHASSEE, FLORIDA

ARTICLE VI

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

<u>Name</u>	<u>Address</u>
Walter H. Messick	Galvan Messick, PLLC 951 Yamato Rd., Suite 250 Boca Raton, FL 33431

ARTICLE VII

The name and street address of the Incorporator is:

<u>Name</u>	<u>Address</u>
Walter H. Messick	Galvan Messick, PLLC 951 Yamato Rd., Suite 250 Boca Raton, FL 33431

ARTICLE VIII

The Corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

ARTICLE IX

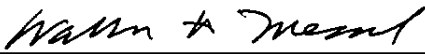
a. The Corporation is organized exclusively for charitable, religious, educational, and/or scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

b. 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 this Article IX. 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) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document, the Corporation shall not carry on any other activities not permitted to be carried on (a) by an organization 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.

c. Upon the dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of 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 organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

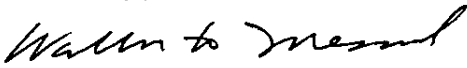
IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on October 11, 2016.



Walter H. Messick
Incorporator

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for All-Star Smiles, Inc. at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 617.0501(3).



Walter H. Messick
October 11, 2016

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TALLAHASSEE, FLORIDA