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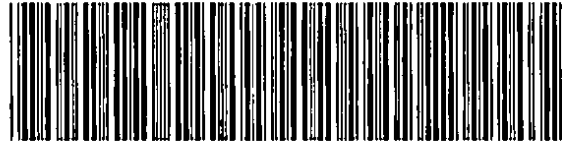
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TALLAHASSEE, FLORIDA

COVER LETTER

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

SUBJECT: Smiles For Success Foundation, 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: Jon Dancy
Name (Printed or typed)

7794 Brow Drive
Address

Pensacola, Florida 32514
City, State & Zip

850 484 9987
Daytime Telephone number

Jon.dancy@internationalemc.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
SMILES FOR SUCCESS FOUNDATON, INC.**

In compliance with Chapter 617, F.S. (Not for Profit), the undersigned, a natural person, for the purpose of organizing a corporation not-for-profit and without stock, under the requirements of the laws of the State of Florida, does hereby act as incorporator for the Organization for Smiles for Success Foundation, Inc., and files these Article of Incorporation which state:

**ARTICLE I
NAME**

The name of the corporation (hereinafter referred to as the "Corporation") is:

Smiles for Success Foundation, Inc.

**ARTICLE II
PRINCIPAL OFFICE**

The principal place of business/ mailing address shall be:

Smiles for Success Foundation, Inc.
7794 Grow Drive
Pensacola, Florida 32514

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**ARTICLE III
PURPOSE**

The purpose for which the corporation is organized:

First, to offer dental care to women graduates of job readiness and placement programs or other community-based agencies, thus helping those who are helping themselves; the dental care offered will be a short-term boost to those who need treatment unavailable to them through government programs or traditional insurance, as they move from welfare to the working world.

Second, to conduct any lawful business and engage in any lawful act or activity consistent with Federal Law and Florida State Law under Chapter 617, F.S., and the United States Internal Revenue Code of 1986 as the same may be amended or

supplemented (the "Code"), and such other laws governing not-for-profit non-stock corporations exempt from Federal income tax under Section 501(c)(3) of the Code.

The Corporation is not organized for pecuniary profit or for the benefit of any individual or for-profit entity and shall not have authority to issue capital stock. The Corporation is organized exclusively for charitable, educational or scientific purposes, including, for such purposes, the making of distributions to organizations exempt from Federal income tax under Section 501(c)(3) of the Code.

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its directors, officers, or committee members, 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 herein.

Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not carry on any activity not permitted to be carried on: (i) by a corporation exempt from Federal income tax under section 501(c)(3) of the Code; or (ii) by a corporation contributions to *which* are deductible under section 170(c)(2) of the Code.

No substantial part of the activities of the Corporation shall be the carrying on as 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, or in opposition to, any candidate for public office.

Upon dissolution of the Foundation, the Board of Directors shall, after paying or making provision for payment of all the liabilities of the Foundation, dispose of all the assets of the Foundation exclusively for the purpose of the Foundation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Code as the Board of Director shall determine.

The Foundation shall not adopt any practice, policy, or procedure which would result in discrimination on the basis of race, religion, or creed.

ARTICLE IV MANNER OF ELECTION

The manner in which the directors are elected or appointed:

The Corporation shall have no members. The directors of the Corporation shall be elected at the Annual Meeting of the Board of Directors of the Smiles For Success Foundation, Inc., a Florida non-profit corporation, or as soon thereafter as may be conveniently possible, by the affirmative vote of a majority of the directors present at such meeting, provided a quorum (defined as a majority of the directors of the Smiles

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for Success Foundation in office) is present, except that two directors shall be appointed by the American Association of Women Dentists ("AAWD") Board of Directors.

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

The names and addresses of the persons who shall serve as the initial directors and officers of the Corporation until their successors have been duly elected and have qualified are:

Title	Name
President	Jennifer Cornell, DDS, 1762 Hwy. 48, Suite A, Clarksville, TN 37040
Secretary / Treasurer	Trucia Drummond, DDS, 30 N. Michigan Ave., Suite 1520, Chicago, IL 60602

**ARTICLE VI
INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and street address of the registered agent is:

Jon Dancy
7794 Grow Drive
Pensacola, Florida 32514

**ARTICLE VII
INCORPORATOR**

The name and address of the incorporator is:

Jon Dancy
7794 Grow Drive
Pensacola, Florida 32514

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Having been named as registered agent and 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.

Jon D. Dancy
Signature/Registered Agent

11-21-17
Date

Jon D. Dancy
Signature/Incorporator

11-21-17
Date

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