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FLORIDA PROFIT/NON PROFIT CORPORATION

Giving Smiles, Inc.

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ARTICLES OF INCORPORATION

OF

GIVING SMILES, INC.

A NOT FOR PROFIT CORPORATION

The undersigned, acting as incorporators of a corporation pursuant to Chapter 617, Florida Statutes, adopts the following Articles of Incorporation for such corporation.

ARTICLE I. NAME, PRINCIPAL ADDRESS AND MAILING ADDRESS

The name of the corporation shall be GIVING SMILES, INC., hereinafter referred to as the "Corporation". The principal street address of the Corporation shall be 128 Bayou Drive, Niceville, FL 32578. The principal mailing address of the Corporation at the time of incorporation is 128 Bayou Drive, Niceville, FL 32578.

ARTICLE II. DURATION

The duration of the Corporation is perpetual unless dissolved according to law.

ARTICLE III. PURPOSE

A. The Corporation shall be a not for profit corporation. It shall be organized, and at all times thereafter operated, exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code.

B. The general purposes for which the Corporation is formed, include without limitation, providing information, entertainment, support and an organization to children with cancer, and to those providing care to children with cancer, through raising community awareness, fundraising, and outreach, including the education of the public regarding its activities and providing educational and entertainment supplies to the children and their health care professionals, subject to the Bylaws of the Corporation; to do everything necessary and proper for the accomplishment of any of the purposes or attainment of any of the objects previously mentioned, either alone or in association with other individuals, corporations, partnerships, or other entities, including but not limited to federal, state, county, and municipal entities; and generally, to perform such acts and to transact such business in connection with the preceding objects not inconsistent with law or the objects and aims of the Corporation.

C. No part of any net earnings shall inure to the benefit of any member, trustee, or officer of the Corporation except as provided by law.

Further, notwithstanding any other provision of these Articles, the Corporation shall not carry on any activities not permitted to be carried on by an organization exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code.

D. The Corporation shall have and exercise all powers conferred upon not for profit corporations under the laws of the State of Florida generally, and specifically as provided in Chapter 617, Florida Statutes, the Florida Not for Profit Corporation Act, provided, however, that the Corporation has no power to engage in any activity that in itself is not in furtherance of its purposes as set forth in subparagraphs (A) through (C) of this Article.

ARTICLE IV. QUALIFICATION AND ADMISSION OF MEMBERS

The authorized number, qualifications, and manner of admission of members of the Corporation, the different classes of membership, if any, the property, voting, and other rights and privileges of members, the liability of members for dues and/or assessments and the method of collection thereof, and the termination and transfer of membership shall be as set forth in the Bylaws of the Corporation.

ARTICLE V. REGISTERED OFFICE AND REGISTERED AGENT

The street address of the Corporation's initial registered office is 4475 Legendary Drive, Destin, FL 32541, and the name of the Corporation's initial registered agent at such address is Laura Pentel-Klang, c/o Matthews & Jones, I.L.P.

ARTICLE VI. INCORPORATOR

The name and address of the person signing these Articles of Incorporation as incorporator is Laura Pentel-Klang, Matthews & Jones, LLP, 4475 Legendary Drive, Destin, FL 32541.

ARTICLE VII. BASIS UNDER WHICH CORPORATION ORGANIZED

The Corporation is organized under a non-stock basis. The Corporation is a not for profit corporation as defined by the Not For Profit Corporation Act in Section 617.01401 of the Florida Statutes. As such, it is not organized for the pecuniary gain or profit of, and its net earnings nor any part thereof is distributable to, its members, directors, trustees, officers, or other private persons except as specifically permitted under the provisions of the Florida Not For Profit Corporation Act.

ARTICLE VIII. MANAGEMENT OF CORPORATE AFFAIRS

The powers of the Corporation shall be exercised, its properties controlled, and its affairs conducted by a board of at least three (3) directors. The number of directors provided for in these Articles of Incorporation may be changed upon vote of the directors, but shall not be fewer than three. The method of electing directors shall be as set forth in the Bylaws.

The officers of the Corporation shall be President, First Vice President, Secretary and Treasurer. Other offices and officers may be established or appointed by the Board of Directors at any meeting, whether or not called for such purpose. The qualifications, the time and manner of electing or appointing, the duties of, the terms of office, and the manner of removing officers

shall be as set forth in the Bylaws.

The initial directors and officers are:

Melissa Koulisis	President	128 Bayou Drive, Niceville, FL 32578
Alexandra Koulisis	Vice-President	128 Bayou Drive, Niceville, FL 32578
Nora Krist	Secretary/ Treasurer	5 Derby Downs, Niceville, FL 32578

ARTICLE IX. BYLAWS

The Bylaws of the Corporation may be made, altered, rescinded or adopted as set forth in the Bylaws.

ARTICLE X. AMENDMENT OF ARTICLES

These articles may be amended by a majority vote of the members of the Board then in office at any meeting called for that purpose.

ARTICLE XI. DISTRIBUTION ON DISSOLUTION

In the event of dissolution, the residual assets of the Corporation will be turned over to one or more organizations which themselves are exempt as organizations described in Section 501(c)(3) of the Internal Revenue Code or corresponding section of such Code as subsequently amended for any exempt purpose, or to the federal, state or local government to be used exclusively for public purposes as said government shall determine.

IN WITNESS WHEREOF, the undersigned incorporator of the Corporation has executed these Articles of Incorporation this 19th day of September, 2018.


Laura Pentel-Klang, Incorporator

STATE OF FLORIDA
COUNTY OF OKALOOSA

Before me, the undersigned authority, this day personally appeared Laura Pentel-Klang, who is personally known to me and she acknowledged the execution here to be her free act and deed for the uses and purposes therein expressed.

Witness my hand and official seal this 19th day of September, 2018.

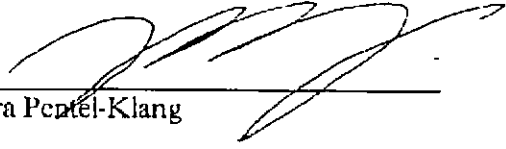
(AFFIX NOTARY SEAL.)

Lisa R. Bolton
Notary Public, State of Florida
My Commission expires: _____



ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above stated Corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to said duties as registered agent, and I accept the duties and obligations of Section 617.0501, Florida Statutes.



Laura Pentel-Klang