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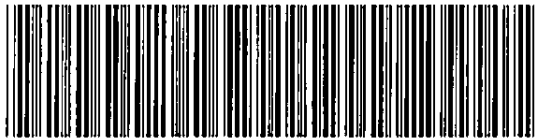
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## **ARTICLES OF INCORPORATION**

**OF**

**ISPPS, INC.,  
a not-for-profit corporation**

The undersigned incorporator, for the purpose of forming a corporation not for profit under Chapter 617 of the Florida Statutes, the Florida Not for Profit Corporation Act, hereby adopts the following Articles of Incorporation:

### **ARTICLE I NAME**

The name of this corporation shall be: ISPPS, Inc. ("Corporation")

### **ARTICLE II EFFECTIVE DATE**

The effective date of incorporation shall be upon filing by the Secretary of State.

### **ARTICLE III EXISTENCE**

The Corporation shall have perpetual existence.

### **ARTICLE IV PRINCIPAL AND MAILING ADDRESS**

The principal address of the Corporation is 15428 N. Nebraska Ave., Lutz, FL 33549. The mailing address is the same as the principal address.

### **ARTICLE V PURPOSE**

The Corporation is a non profit organized exclusively for charitable, religious, educational, and scientific purposes within the meaning of section 501(c)(3) of the Internal Revenue Code 1986 (as amended) (the "Code"), or the corresponding section of any the Code. The specific purpose of the Corporation is to educate, promote, and foster the development, dissemination and adoption of periodontal plastic surgical procedures.

### **ARTICLE VI MEMBERSHIP**

The Corporation shall have members.

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**ARTICLE VII  
INCORPORATOR**

The name and address of the incorporator is:

Todd Goldman  
15428 N. Nebraska Ave.,  
Lutz, FL 33549

**ARTICLE VIII  
BOARD OF DIRECTORS**

All corporate powers shall be exercised by or under the authority of, and the affairs of the Corporation shall be managed under the direction of a Board of Directors. The conditions of election to the Board of Directors and the number of directors (which number shall not be less than 3 nor more than 18) shall be as provided in the Bylaws.

The initial Directors, who are to serve until the first election thereof, are:

Robert Levine, President  
Mitchell Godat, Treasurer  
Todd Goldman, Executive Director

**ARTICLE IX  
REGISTERED AGENT**

The initial registered agent of the Corporation is Goldman Association Management and the registered agent's address is 15428 N. Nebraska Ave., Lutz, FL 33549.

**ARTICLE X  
DIRECTORS' AND OFFICERS' COMPENSATION AND INDEMNIFICATION**

- A. Compensation. A Director of the Corporation shall not receive compensation, directly or indirectly, for services as a Director. An Officer of the Corporation shall not receive compensation, directly or indirectly, for services as an Officer unless employed by the Board of Directors as: (i) a member of the administrative staff of the Corporation, or (ii) for compensable services rendered in other capacities. These prohibitions shall not preclude reimbursement of a Director, Officer, or duly appointed committee member for expenses or advances made for the Corporation that are reasonable in character and amount not for compensable services rendered in other capacities and approved for payment in the manner provided by the Bylaws.
- B. Indemnification. The Corporation shall indemnify any directors, officers, employees, incorporators, and members of the Corporation (collectively, "Corporate Persons") from any liability regarding the Corporation and the affairs of the Corporation, unless a

Corporate Person fraudulently and intentionally violated the law and/or maliciously conducted acts to damage and/or defraud the corporation, or as otherwise provided under Florida Law.

#### **ARTICLE XI LIMITATIONS**

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 as set forth in these Articles. 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 or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

#### **ARTICLE XII DISPOSITION OF ASSETS**

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.

#### **ARTICLE XIII AMENDMENT OF THE BYLAWS**

The power to adopt, alter, amend or repeal the Bylaws of the Corporation shall be vested in the Directors in accordance with the provisions of the Bylaws.

IN WITNESS WHEREOF, I, the undersigned, being the incorporator of the Corporation, have set my hand and seal dated 07 / 16 / 2024.

Todd Goldman  
Todd Goldman, Incorporator