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M. DUGGER
(Requestor's Name)
249 E Virginia St
(Address)
Tall 9042229015
(City, State, Zip) (Phone #)

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OFFICE USE ONLY

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JUL 12 AM 10:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. FIL (KSN OF DENTURISTS)
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

☒ Walk in

☒ Pick up time

10:30

☒ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input checked="" type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

D. BROWN JUL 12 1995

Examiner's Initials

ARTICLES OF INCORPORATION OF THE
FLORIDA ASSOCIATION OF DENTURISTS, INCORPORATED

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ARTICLE I. NAME AND LOCATION

The name of the corporation is the FLORIDA ASSOCIATION OF DENTURISTS, INCORPORATED, hereafter referred to as the Association. The initial principal address of the Association is: 501 East Tennessee Street, Tallahassee, Florida 32301. The Board of Directors may from time to time redesignate the principal office, and may establish other offices within the State of Florida as the activities of the Association indicate are advisable.

ARTICLE II. PURPOSES

The purpose for which the Association is organized is the establishment of a professional organization of persons dedicated to the highest standards of competence and service in the practice of dentistry: the design, fabrication, fitting, revision and repair of dentures, and associated professional services, which persons, within the meaning of Section 501(c)(6) of the Internal Revenue Code of 1954 (or the corresponding provision of any future provision of United States Internal Revenue law) desire to promote their common interest and thereby serve the public interest, by (i) providing continuing education, ethical guidance and public recognition of the professional services and activities of denturists and, (ii) providing public education of the advantages offered by engaging the services of denturists. Within these purposes, the Association may solicit and accept gifts, membership dues, and other sources of income as authorized in the by laws to provide for scholarships, research, special events, merit awards, and other activities deemed appropriate to the purposes of the Association.

The Association may do all acts and things requisite, necessary, proper and desirable to carry out and further the purpose for which this Association is formed; and, in general, may have all the rights, privileges and immunities, and enjoy all the benefits of the laws of the State of Florida and the United States of America applicable to corporations of this character including, but not limited to, the powers described in Chapter 617, Florida Statutes.

All of the above and foregoing are to be construed both as objects and powers, and it is expressly provided that the specific objects and powers enumerated herein shall not be held to limit or restrict in any manner the general powers of the Association. Each and all of the objects, purposes and powers of the Association, however, shall be exercised, construed and limited in their application to accomplish the educational and scientific purpose for which this Association is formed.

ARTICLE III. TERM OF EXISTENCE

The term of existence of this corporation shall be perpetual.

ARTICLE IV. MEMBERSHIP

The voting membership of the Association shall be composed of any natural person engaged in the practice of dentistry, and other persons or entities interested in such practice. The Board of Directors shall establish a schedule of membership dues to be collected annually, and may adopt procedures for the establishment of assessments of special dues; provided, that no assessment of special dues shall be established except upon the affirmative votes of a majority of voting members. The Board of Directors may provide for additional classes of membership in the By-Laws of the Association.

ARTICLE V. MANAGEMENT

From and after the organizational meeting of the Association, which shall occur within sixty (60) days of the filing of these Articles of Incorporation with the Florida Department of State, the affairs of the Association shall be managed by a Board of Directors consisting of not less than five (5) members. The numbers of directors shall be provided for in the By-Laws. The total number of directors shall not exceed fifteen (15). No person may serve as a director who is not a member of the Association in good standing, as that term is defined in the By-Laws. The officers shall be elected by the Board from among its number. These shall consist of a President, Vice President, Secretary and Treasurer; additional offices may be provided for in the By-Laws.

ARTICLE VI. INITIAL BOARD OF DIRECTORS

The number of Directors constituting the initial Board of Directors of the Association is three, and the names and addresses of the persons who are to serve as the initial directors until their successors are chosen are:

Robert R. Reynolds	501 East Tennessee Street Tallahassee, FL 32301
Barney T. Bishop	501 East Tennessee Street Tallahassee, FL 32301
Michael W. Dugger	249 East Virginia Street Tallahassee, FL 32301

ARTICLE VII. AMENDMENTS

An amendment to the Articles of Incorporation may be made when proposed by petition of not less than ten (10) voting members, or by resolution of the Board of Directors, and if

approved at any regular or special membership meeting by two-thirds (2/3) vote of the voting members in attendance, provided a quorum is present. Not less than thirty (30) days written notice setting forth the proposed amendment and its purpose shall have been given to all the voting members by U. S. Mail prior to the meeting at which the amendment is to be considered, addressed to their addresses as shown in the records of the Association. An amendment to the By-Laws may be made (1) when proposed by a voting member, at any regular or special meeting of the Board of Directors, if approved by a majority of directors present, provided that a quorum is present and that the notice requirements provided for amendments to articles of incorporation are met; (2) without notice to voting members, when proposed by a director at any regular or special meeting of the Board of Directors, and if approved by two-thirds (2/3) of all the directors.

ARTICLE VIII. OTHER PROVISIONS

In furtherance, but not in limitation, of the powers conferred by statute, the following provisions are made for the regulation of the business and conduct of the affairs of the Association:

1. The Association shall neither have nor exercise any power, nor shall it engage directly or indirectly in any activity, that would invalidate its status as a corporation which is exempt from Federal income taxation as an organization described in Section 501(c)(6) of the Internal Revenue Code.

2. No part of the net earnings of the Association shall inure to the benefit of any member, whether during the Association's period of duration or upon its dissolution, and no officer, director or member of the Association shall, as such, at any time have or receive or be

entitled to have or receive, any proprietary interest in or part of the Association's property or assets or any pecuniary profit or particular benefit from the Association; provided, however, that compensation may be paid for any services rendered to, and reimbursement may be made for any expenses incurred on behalf of the Association by any officer, director, member, agent, or employee, or any other person or corporation, pursuant to and upon authorization of the Board of Directors.

3. The Association shall not operate for the primary purpose of carrying on a trade or business for profit or engage in any prohibited transactions as described in Section 503 of the Internal Revenue Code.


ARTICLE IX. DISPOSITION OF ASSETS UPON DISSOLUTION

In the event of the dissolution of the Association, all of its assets and property of every nature and description whatsoever remaining after the payment of liabilities and obligations of the Association, but not including assets held by the Association under condition requiring return, transfer or conveyance which occurs by reason of the dissolution of the Association, shall be paid over and transferred to another entity selected by the Association's Board of Directors exempt from tax as a charitable or educational organization under Section 501(c)(3) or as a business league or board of trade under Section 501(c)(6) of the Internal Revenue Code of 1954 (or corresponding provisions of any future United States Internal Revenue Law) having substantially similar purposes, and no portion of said assets and property shall inure to the benefit of any member of the Association or any enterprise organized for profit.

ARTICLE X. INITIAL REGISTERED OFFICE AND AGENT

The location of the initial registered office of the Association is 249 East Virginia Street, Tallahassee, Florida, 32301; the name of the initial registered agent at such location is Michael W. Dugger. The Board of Directors shall continuously maintain such an office and agent in the State of Florida, and shall provide notice of any change in either office or agent in accordance with applicable law.

IN WITNESS WHEREOF, the undersigned has made and subscribed to the Articles of Incorporation of this Association this 12th day of July, 1995, at Tallahassee, Leon County, Florida.



Robert R. Reynolds
501 East Tennessee Street
Tallahassee, FL 32301

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

- 1) The name of the corporation is:

The Florida Association of Denturists, Incorporated

- 2) The name of the registered agent is:

Michael W. Dugger


- 3) The street address of the registered office is:

249 East Virginia Street
Tallahassee, Florida 32301

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TALLAHASSEE, FLORIDA

HAVING BEEN NAMED AS REGISTERED AGENT TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION PURSUANT TO SECTION 617.0503, FLORIDA STATUTES, AND OTHER RELEVANT PROVISIONS.

DATED THIS 12th DAY OF July, 19 95 IN Tallahassee
Leon COUNTY, FLORIDA.



Signature of Registered Agent