

ATTORNEY AT LAW
SUITE 101 THOMPSON EXECUTIVE CENTER
1230 MYRTLE AVENUE SOUTH
CLEARWATER, FLORIDA 34616

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(813) 449-1600
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 N9500003305
 JUN 15 2005

FILED
55 JUL -7 PM 4: 13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
DENTAL AWARENESS FOUNDATION, INC.

FILED
95 JUL -7 PM 4: 13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned by these Articles forms a corporation not for profit under Chapter 617, Florida Statutes, and certifies as follows:

I.

NAME AND ADDRESS

The name of the corporation, hereinafter called the "Corporation," shall be DENTAL AWARENESS FOUNDATION, INC., and the principal office and mailing address of the corporation shall be 2127 N.E. Coachman Road, Clearwater, Florida 34625.

II.

PURPOSE

A. The purposes for which the Corporation is to be formed are to improve the dental health of the community by presenting information about the most advanced methods available today to prevent and treat common dental problems, and exclusively for scientific, educational, or charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, and to that end to take and hold by bequest, devise, gift, grant, purchase, lease or otherwise any property, real, personal, tangible or intangible, or any undivided interest therein, without

limitation as to amount or value; to sell, convey, or otherwise dispose of any such property and to invest, reinvest, or deal with the principal or the income thereof in such manner as, in the judgment of the Directors, will best promote the purposes of the Corporation without limitation, except such limitations, if any, as may be contained in the instrument under which such property is received, this Certificate of Incorporation, the Bylaws of the Corporation, or any laws applicable thereto. To do any other act or thing incidental to or connected with the foregoing purposes or in advancement thereof, but not for the pecuniary profit or financial gain of its Directors or officers except as permitted under the provisions of Chapter 617, Florida Statutes.

C. No part of the net earnings of the Corporation shall inure to the benefit of any member, Director, officer of the Corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes), and no member, Director, officer of the Corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation. 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 publication or

distribution of statements) any political campaign on behalf of any candidate for public office.

D. The Corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

E. The Corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

F. The Corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

G. The Corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1986 or corresponding provisions of any subsequent federal tax laws.

H. The Corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

I. Notwithstanding any other provision of this certificate, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an

J. MARVIN GUTHRIE
P. A.
ATTORNEY AT LAW
200 MARSHALL STREET, S.W.
TALLAHASSEE, FLORIDA 32301
904-224-1111

organization exempt under Section 501(c)(3) of the Internal Revenue Code and its Regulations as they now exist or as they may hereafter be amended, or by an organization, contributions to which are deductible under Section 170(c)(2) of such Code and Regulations as they now exist or as they may hereafter be amended.

J. Upon the dissolution of the Corporation or the winding up of its affairs, the assets of the Corporation shall be distributed exclusively to charitable, scientific, or educational organizations which would then qualify under the provisions of Section 501(c)(3) of the Internal Revenue Code and its Regulations as they now exist or as they may hereafter be amended.

III.

TERM

This Corporation shall begin existence on the date these Articles are filed, and shall exist perpetually, unless terminated by due process of law.

IV.

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 2127 N.E. Coachman Road, Clearwater, Florida 34625, Clearwater, Florida 34616, and the name of the initial registered agent of this corporation at that address

J. MARVIN GUTHRIE
P. A.
ATTORNEY AT LAW
1216 NORTH AVENUE, SUITE 100
CLEARWATER, FLORIDA 34616
TEL. 449-0660

is Dr. Harvey Kerstein.

V.

MEMBERS

The members of the Corporation shall constitute the person hereinafter named as subscriber and such other persons as, from time to time hereafter, may become members, in the manner provided in the Bylaws of the Corporation or as may be elected by the members at each annual meeting.

VI.

SUBSCRIBERS

The name and residence of the subscribers to these Articles of Incorporation is as follows:

| | |
|---------------------|---|
| Dr. Harvey Kerstein | 2127 N.E. Coachman Road Clearwater, FL 34625 |
| Dr. James Hayslett | 2226 Druid Road East Clearwater, FL 34624 |
| Dr. Mark Davis | 1330 S. Belcher Road Clearwater, FL 34624 |
| Dr. Fred Hosley | 2127 N.E. Coachman Road Clearwater, FL 34625 |
| Dr. David Zabrocki | 1601 East Bay Drive Largo, FL 34641 |

VII.

DIRECTORS

A. The affairs, property and business of the Corporation

X.

AMENDMENT

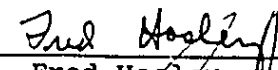
The Articles of Incorporation may be amended by a two-thirds vote of the membership of the Corporation at a regular meeting or at a duly called special meeting of the membership upon notice given, as provided by the Bylaws, of intention to submit such amendments to the membership of the Corporation.

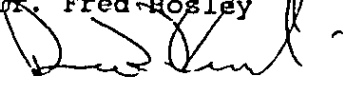
IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 20th day of June, 1995.


Dr. Harvey Kerstein


Dr. James Hayslett


Dr. Mark Davis


Dr. Fred Hosley


Dr. David Zabrocki

STATE OF FLORIDA
COUNTY OF PINELLAS

BEFORE ME, a Notary Public authorized to take acknowledgments in the County and State aforesaid, personally appeared DR. HARVEY KERSTEIN, to me known to be the person described in and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the same.

J. MARION L. THOMAS
Notary Public
My Comm. Expires 12/31/96
My Comm. No. 123456789
My Exp. Date 12/31/96
My Exp. Date 12/31/96

WITNESS my hand and official seal in the County and State last aforesaid, this 20th day of June, A.D. 1995.

Misty L. Scudamore
(notary public signature)

[Signature]
(signature)

Misty L. Scudamore
(notary public printed name)

[Signature]
(printed name)

NOTARY PUBLIC

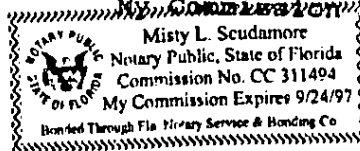
My Commission Expires:

Misty L. Scudamore

Notary Public, State of Florida

Commission No. CC 311494

My Commission Expires 9/24/97



STATE OF FLORIDA
COUNTY OF PINELLAS

BEFORE ME, a Notary Public authorized to take acknowledgments in the County and State aforesaid, personally appeared DR. JAMES HAYSLETT, to me known to be the person described in and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the same.

WITNESS my hand and official seal in the County and State last aforesaid, this 20th day of June, A.D. 1995.

Misty L. Scudamore
(notary public signature)

[Signature]
(signature)

Misty L. Scudamore
(notary public printed name)

James R. Hayslett
(printed name)

NOTARY PUBLIC

My Commission Expires:

Misty L. Scudamore

Notary Public, State of Florida

Commission No. CC 311494

My Commission Expires 9/24/97



STATE OF FLORIDA
COUNTY OF PINELLAS

BEFORE ME, a Notary Public authorized to take acknowledgments in the County and State aforesaid, personally appeared DR. MARK DAVIS, to me known to be the person described in and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the same.

WITNESS my hand and official seal in the County and State last aforesaid, this 20th day of June, A.D. 1995.

Misty L. Scudamore
(notary public signature)

Thad S. Davis
(signature)

Misty L. Scudamore
(notary public printed name)

MARK V. DAVIS
(printed name)

STATE OF FLORIDA
COUNTY OF PINELLAS



NOTARY PUBLIC
My Commission Expires:

Notary Public, State of Florida
Commission No. CC 311494
My Commission Expires 9/24/97

Bonded Through Fla. Notary Service & Bonding Co.

BEFORE ME, a Notary Public authorized to take acknowledgments in the County and State aforesaid, personally appeared DR. FRED HOSLEY, to me known to be the person described in and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the same.

WITNESS my hand and official seal in the County and State last aforesaid, this 20th day of June, A.D. 1995.

Misty L. Scudamore
(notary public signature)

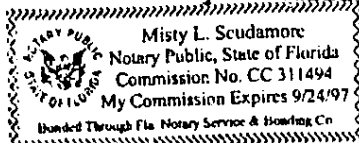
Fred Hosley
(signature)

Misty L. Scudamore
(notary public printed name)

Fred Hosley
(printed name)

NOTARY PUBLIC
My Commission Expires:

STATE OF FLORIDA
COUNTY OF PINELLAS



Misty L. Scudamore
Notary Public, State of Florida
Commission No. CC 311494
My Commission Expires 9/24/97

Bonded Through Fla. Notary Service & Bonding Co.

BEFORE ME, a Notary Public authorized to take acknowledgments in the County and State aforesaid, personally appeared DR. DAVID ZABROCKI, to me known to be the person described in and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the same.

WITNESS my hand and official seal in the County and State
last aforesaid, this 27th day of June, A.D.
1995.

Misty L. Scudamore
(notary public signature)

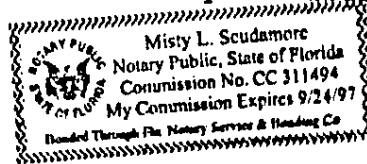
David Zaborcki
(signature)

Misty L. Scudamore
(notary public printed name)

David Zaborcki
(printed name)

NOTARY PUBLIC

My Commission Expires:



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091, Florida Statutes, the
following is submitted, in compliance with said Act:

First -- That DENTAL AWARENESS FOUNDATION, INC. desiring
to organize under the laws of the State of Florida with its
principal office, as indicated in the Articles of
Incorporation at City of 2127 N.E. Coachman Road, Clearwater,
Florida, County of Pinellas, State of Florida, has named DR.
HARVEY KERSTEIN, 2127 N.E. Coachman Road, Clearwater, Florida
34625, County of Pinellas, State of Florida, as its agent to
accept service of process within this state.

ACKNOWLEDGMENT: (Must be signed by Designated Agent)

Having been named to accept service of process for the
above stated corporation, at place designated in this
certificate, I hereby accept to act in this capacity, and
agree to comply with the provision of said Act relative to
keeping open said office.

BY: 

Dr. Harvey Kerstein

FILED
95 JUL -7 PM 4:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

N95000003305

J. MARVIN GUTHRIE, P. A.

ATTORNEY AT LAW
SUITE 101 THOMPSON EXECUTIVE CENTER
1230 MYRTLE AVENUE SOUTH
CLEARWATER, FLORIDA 34616

J. MARVIN GUTHRIE
BOARD CERTIFIED IN TAXATION

December 21, 1995

TELEPHONE
(813) 449-1600
FAX
(813) 449-0081

Corporate Records Bureau
Division of Corporations
Department of State
409 E. Gaines Street
Tallahassee, FL 32301

RE: Dental Awareness Foundation, Inc.

Dear Gentlemen:

Enclosed herewith for filing in your office, please find the Articles of Amendment of Corporate Charter of Dental Awareness Foundation, Inc.

We enclose herewith a check, payable to your order, in the 12/26 amount of \$87.50 to cover the following:

| | |
|----------------|----------------|
| Filing Fee | \$35.00 |
| Certified Copy | 52.50 |
| | <u>\$87.50</u> |

600001671606
-12/27/95--01033--004
*****87.50 *****87.50

We would appreciate your forwarding the certified copy of the Articles to this office.

Very truly yours,

J. Marvin Guthrie

JMG:sd
Enclosures

Call gone
Linda

FILED
55 DEC 26 11:31
CLEARWATER, FLORIDA

FILED
95 DEC 26 AM 11:31

ARTICLES OF AMENDMENT OF CORPORATE CHARTER
OF
DENTAL AWARENESS FOUNDATION, INC.

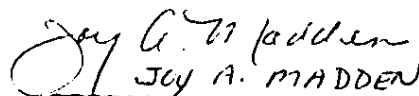
Before me, the undersigned authority, personally appeared, Dr. Harvey Kerstein, who, being by me first duly sworn, deposes and says that he is the President of Dental Awareness Foundation, Inc., a Florida corporation, chartered by the Secretary of State of the State of Florida, under date of July 7, 1995; that it is the desire and intention of the parties hereto that Article I of the Articles of Incorporation be amended to change the name of this Corporation to:

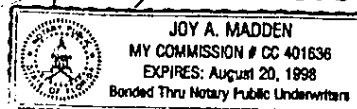
"COMMUNITY DENTAL HEALTH FOUNDATION, INC."

The voting group of members entitled to vote on this amendment consists of Dr. Harvey Kerstein, Dr. James Hayslett, Dr. Mark Davis, Dr. Fred Hosley, and Dr. David Zabrocki, representing all of the members of the corporation. This Amendment to the Articles of Incorporation has been duly approved and adopted by all members by a majority vote cast for approval at the First Meeting of the members duly assembled on the 5th day of October, 1995.

Dated this 5th day of October, A.D. 1995.


Dr. Harvey Kerstein, President


JOY A. MADDEN



STATE OF FLORIDA
COUNTY OF PINELLAS

I HEREBY CERTIFY that this day in the next above named State and County before me, an officer duly authorized and acting, personally appeared Dr. Harvey Kerstein as President and member of DENTAL AWARENESS FOUNDATION, INC., to me known to be the person described in and who executed the foregoing instrument, and he acknowledged that he executed the same as such officer for the purposes therein expressed; that he affixed thereto the official seal of said corporation; and that the said instrument is the act and deed of said corporation.

WITNESS my hand and official seal this 5th day of October, 1995.

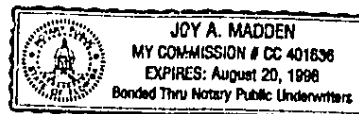
Joy A. Madden
(signature)

JOY A. MADDEN

(printed name)

NOTARY PUBLIC

My Commission Expires:



PLEASE READ ALL INSTRUCTIONS BEFORE COMPLETING THIS FORM.

APPLICATION
FOR
REINSTATEMENT



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham

Secretary of State

DIVISION OF CORPORATIONS

DOCUMENT #

1996
N95000003305

COMMUNITY DENTAL HEALTH FOUNDATION, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

96 NOV -4 PM 4:16

Principal Place of Business

2127 N.E. COACHMAN ROAD
CLEARWATER FL 34625

Mailing Address

2127 N.E. COACHMAN ROAD
CLEARWATER FL 34625



If above addresses are incorrect in any way, line through incorrect information and enter correction below

2 New Principal Office Address, If Applicable

3 New Mailing Office Address, If Applicable

Suite, Apt. #, etc.

City & State

Zip

Country

Suite, Apt. #, etc.

City & State

Zip

Country

4 Date Incorporated or Qualified
To Do Business in Florida

07/07/1995

5 FEI Number

Applied For

Not Applicable

6 CERTIFICATE OF STATUS DESIRED

\$8.75 Additional Fee required
for a Certificate of Status

7 Name and Street Addresses of Each Officer and/or Director (Florida nonprofit corporations must list at least 3 directors)

Title, Name of Officers and/or Directors

3 Street Address of Each
Officer and/or Director
(Do NOT Use Post Office Box Numbers)

4 City / State / Zip

D KERSTEIN, HARVEY

2127 N.E. COACHMAN RD.

CLEARWATER FL 34625

D HAYSLETT, JAMES

2127 N.E. COACHMAN RD.

CLEARWATER FL 34625

D DAVIS, MARK

1330 S. BELCHER RD.

CLEARWATER FL 34624

D HOSLEY, FRED

2127 N.E. COACHMAN RD.

CLEARWATER FL 34625

D ZABROCKI, DAVID

1601 EAST BAY DR.

LARGO FL 34641

400001398484
-11/07/96--01015--001
****236.25 ****236.25

8 Name and Address of Current Registered Agent

8 Name and Address of New Registered Agent

KERSTEIN, HARVEY
2127 N.E. COACHMAN ROAD
CLEARWATER FL 34625

Name

Street Address (P.O. Box Number is Not Acceptable)

Suite, Apt. #, Etc.

City

State

Zip Code

Signature of
Registered Agent

REGISTERED AGENT MUST SIGN

Date 9.17.96

11 Does this corporation pay any intangible tax to the
Dept. of Revenue under S. 199.032, Florida Statutes. Yes ☐ No ☒

(See other side for information
on intangible tax.)

12 I certify that I am an officer or director of the receiver or trustee empowered to execute this application as provided for in chapter 607 or 617, F.S. I further certify that when filing this reinstatement application, the reason for dissolution has been eliminated, the corporate name satisfies the requirements of section 607.0401 or 617.0401, F.S., that all fees owed by the corporation have been paid and the names of individuals listed on this form do not qualify for an exemption under section 119.07(3)(i), F.S. The information indicated on this application is true and accurate, and my signature shall have the same legal effect as if made under oath.

SIGNATURE:

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

9/17/96