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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850) 922-4001

FROM: FAS-T CORP. AGENTS, INC.
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NAME: EXPRESS DENTAL, INC.

AUDIT NUMBER.....H98000006360

DOC TYPE.....FLORIDA NON-PROFIT CORPORATION

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

4/2/98

CERTIFICATE OF INCORPORATION
OF
EXPRESS DENTAL, INC.
A FLORIDA NOT-FOR-PROFIT CORPORATION

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as the incorporator of a not for profit corporation under the Florida Not For Profit Corporation Act, as set forth in Chapter 617 of the Florida Statutes, as amended, adopts the following Articles of Incorporation for such Corporation:

ARTICLE I: NAME

The name of the Corporation shall be: EXPRESS DENTAL, INC. hereinafter referred to as the "Corporation".

ARTICLE II: PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the principal office and the mailing address of the Corporation is 3932 NW 167th Street, Miami, FL, 33056.

ARTICLE III: DURATION

The period of duration of the Corporation shall be perpetual unless dissolved according to law.

ARTICLE IV: PURPOSES

The Corporation is organized and operated exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on (i) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, (or the corresponding provision of any future United States Internal Revenue Law), or (ii) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE V: RESTRICTIONS ON ACTIVITIES

No substantial part of the activities of this corporation shall consist of the carrying on of propaganda or otherwise attempting to influence legislation, nor shall this corporation participate in or intervene in (including the publishing or distributing of statements) any political campaign on behalf of (or in opposition to) any candidate for public office.

JEANNETTE G. ANDREWS ESQ
TOOLS FOR CHANGE
6255 N. W. 7TH AVENUE
MIAMI, FL 33160
FL BAR# 0075124
(305) 751-8934

ARTICLE VI: MEMBERSHIP

The corporation shall be a non-membership.

ARTICLE VII: REGISTERED OFFICE AND AGENT

The Corporation's registered office shall be located at 3932 NW 167th Street, Miami, FL, 33056, and GABRIEL R. HARDEN, is the registered agent of the Corporation at that address.

ARTICLE VIII: BOARD OF DIRECTORS

The initial Board of Directors shall consist of four (4) persons. The number of directors may be increased or decreased from time to time by an amendment to the bylaws; however, there shall never be less than three directors. All directors shall be selected as provided for in the bylaws. The following persons shall constitute the initial Board of Directors:

Dr. Daneil Kelly
12311 NW 10 Dr.
Coral Springs, FL 33071

Rickey Johnson
8227 NW 201 St.
Miami, FL 33010

Steve Lopata
7570 NW 44 Ct.
Lauderhill, FL 33319

James McQueen
9830 Dan Hall Dr.
Miramar, FL 33025

ARTICLE IX: OFFICERS

The officers of the Corporation shall be a President, Vice President, Secretary, Treasurer, and such other officers as may be provided by the bylaws.

ARTICLE X: AMENDMENTS

These Articles of Incorporation may be amended at any regular or special meeting of the Board of Directors by a majority vote of those present; provided that notice of the intention to submit amendments shall have been given as provided by the bylaws.

ARTICLE XI: DISTRIBUTION OF ASSETS UPON DISSOLUTION

The property of this corporation is irrevocably dedicated to charitable and educational purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer, or member thereof or to the benefit of any private person. Upon dissolution or winding up of the corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed to a nonprofit fund, foundation or corporation which is organized and operated exclusively for charitable and educational purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code.

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ARTICLE XII: INCORPORATOR

The incorporator of the Corporation is as follows:

GABRIEL R. HARDEN
3932 NW 167th Street
Miami, FL, 33056

IN WITNESS WHEREOF, I, GABRIEL R. HARDEN, the undersigned incorporator
to these Articles of Incorporation, have affixed my signature thereto on April 1, 1998.


GABRIEL R. HARDEN

STATE OF FLORIDA)

COUNTY OF DADE)

The foregoing instrument was sworn to before me this 1st day of April, 1998,
by GABRIEL R. HARDEN, who personally appeared before me at the time of notarization, and who
are personally known to me or have produced a Florida Driver's License as identification.

NOTARY PUBLIC:

SIGN: Stanley B. Lewis

PRINT: Stanley B. Lewis
STATE OF FLORIDA AT LARGE



STANLEY B. LEWIS
My Commission CO-07767
Expires Sep. 18, 1998
Bonded by HAI
800-422-1555

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

Pursuant to the provisions of Sections 48.091 and 617.0501, Florida Statutes, the following
is submitted in compliance with said Acts:

First--That EXPRESS DENTAL, INC., desiring to organize under the laws of the State of
Florida with its principal office at 3932 NW 167th Street, as indicated in the Articles of Incorporation
at City of MIAMI, County of DADE, State of FLORIDA, has named GABRIEL R. HARDEN, located
at 3932 NW 167th Street, in the City of MIAMI, County of DADE, State of Florida, as its agent to
accept service of process within this state.

-Acceptance of Agent-

ACKNOWLEDGMENT:

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

BY:


GABRIEL R. HARDEN

DATED:

4/1/98

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TALLAHASSEE, FLORIDA

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