

# N99000001039

## TRANSMITTAL LETTER

Department of State  
Division of Corporations  
PO Box 6327  
Tallahassee, FL 32314

500002777495--4  
-02/17/99--01012--026  
\*\*\*\*131.25 \*\*\*\*87.50

SUBJECT: SMILE AND DIAL REFERRAL SERVICES, INC.  
(Proposed corporated name-must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check or:

☐ \$70.00  
Filing Fee

☐ \$78.75  
Filing Fee  
& Certificate

☐ \$122.50  
Filing Fee  
& Certified Copy

☒ \$131.25  
Filing Fee, Certified Copy  
& Certificate  
Additional Copy Required

FROM: CLARICE JOHNSON  
Name (printed or typed)  
4750 Soutel Dr., STe. #6  
Address  
Jacksonville, FL 32208  
City, State & Zip  
904-876-1722  
Daytime Telephone Number

NOTE: Please provide the orginial and one copy of the articles.

FILED  
99 FEB 17 AM 10:47  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

CB  
2-18-99  
4

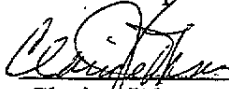
**ARTICLES OF INCORPORATION  
OF  
SMILE AND DIAL REFERRAL SERVICE, INC.**

**ONE:** The name and address of this principal corporation is Smile and Dial Referral Services, Inc., 4750 Soutel Drive, Suite #6, Jacksonville, Florida 32208. The corporation is organized pursuant to the **FLORIDA** Nonprofit Corporation Code.

**TWO:** This corporation is a nonprofit public benefit corporation and is not organized for the private gain of any person. The corporation is organized under the Nonprofit Public Benefit Corporation Law for, charitable and educational purposes to aid the poor and disadvantaged individuals and families towards a life of self-sufficiency. The programs will consist of but shall not be limited to: Affordable Communities, Job Training, Job Placement, Land Acquisition, housing, Employment, Literacy, Counseling, Temporary Shelter, Teenage Pregnancy, Substance Abuse Awareness and Prevention, Tutoring, AIDS, Elderly Care and other programs to aid those in need.

**THREE:** The duration of this corporation shall be perpetual, no stock and shall have no members.

**FOUR:** The address of the Registered office is: 4750 Soutel Drive, Suite #6, Jacksonville, Florida 32208, and the name and address of the registered agent of the registered agent of the corporation shall be:

 (Signature)  
Clarice Johnson  
4750 Soutel Dr. Ste. #6  
Jacksonville, FL 32208

**FIVE:**

- (a) This corporation is organized and operated exclusively for Educational and Charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code.
- (b) Notwithstanding any other provision of these Articles, the corporation shall not carry on any other activities not permitted to carry on (1) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code or (2) by a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

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**SIX:** The Directors are elected in accordance with the Bylaws. The name and address of the persons appointed to act as the initial Directors of this corporation are:

NAME	ADDRESS
Clarice Johnson President	4750 Soutel Dr., Ste. #6 Jacksonville, FL 32208
Cheryl Harris Secretary	Same
E. Williams Treasurer	Same

**SEVEN:** The property of this corporation is irrevocably dedicated to Charitable and Educational purposes and no part of the net income or assets of the organization shall ever inure to the benefit of any director, officer or member thereof or the benefit of any private person.

**EIGHT:** On the dissolution or winding up of the corporation, its assets remaining after payment of, 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, Educational and Charitable under Section 501(c)(3) of the Internal Revenue Code, or 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 asset not disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the organization is located, exclusive for such purposes or to such organization or organizations, as said Court shall determine which are organized and operated exclusively for such purposes.

**NINE:** Executed on Novmeber 23, 1998. The name and address of the incorporate of this corporation shall be:

 (Signature)  
Clarice Johnson  
4750 Soutel Dr. Ste. #6  
Jacksonville, FL 32208

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, 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: SMILE AND DIAL REFERRAL  
SERVICES, INC.

2. The name and address of the registered agent and office is:

Clarice Johnson  
(NAME)

4750 Soutel Dr., ste. #6

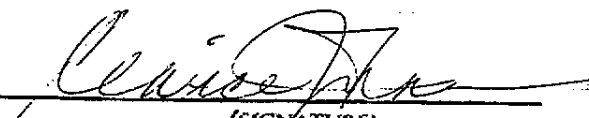
(P.O. Box or Mail Drop Box NOT Acceptable)

Jacksonville, FL 32208

(CITY/STATE/ZIP)

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TALLAHASSEE, FLORIDA

*Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointments 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 as registered agent.*

  
(SIGNATURE)

12/7/98  
(DATE)