

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

P010000064713

Toothtalk, Inc.

FILED
01 JUN 29 AM 10:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

900004451449--6
-06/29/01--01033--011
*****78.75 *****78.75

- ☒ Art of Inc. File _____
- _____ LTD Partnership File _____
- _____ Foreign Corp. File _____
- _____ L.C. File _____
- _____ Fictitious Name File _____
- _____ Trade/Service Mark _____
- _____ Merger File _____
- _____ Art. of Amend. File _____
- _____ RA Resignation _____
- _____ Dissolution / Withdrawal _____
- _____ Annual Report / Reinstatement _____
- ☒ Cert. Copy _____
- _____ Photo Copy _____
- _____ Certificate of Good Standing _____
- _____ Certificate of Status _____
- _____ Certificate of Fictitious Name _____
- _____ Corp Record Search _____
- _____ Officer Search _____
- _____ Fictitious Search _____
- _____ Fictitious Owner Search _____
- _____ Vehicle Search _____
- _____ Driving Record _____
- _____ UCC 1 or 3 File _____
- _____ UCC 11 Search **J. BRYAN JUN 29 2001**
- _____ UCC 11 Retrieval _____
- _____ Courier _____

NOTIFIED
TO ACKNOWLEDGE
SUFFICIENCY OF FILING

2001 JUN 29 AM 9:49

RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS

Signature _____

Requested by: SX

Name

6/29/01
Date

9:35
Time

Walk-In _____

Will Pick Up _____

ARTICLES OF INCORPORATION
OF

Toothtalk, Inc.

FILED
01 JUN 29 AM 10:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I: NAME

The name of the corporation is **Toothtalk, Inc.**

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation is **44 Cocoanut Row, Suite 206, Palm Beach, Florida 33480.**

ARTICLE III: CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is one hundred (100) shares having a par value of (\$1.00) per share.

ARTICLE IV: INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is **Aileen Josephs, Esq., 515 North Flagler Drive, #300-P, West Palm Beach, FL 33401.**

ARTICLE V: INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is Capital Connection, Inc., 417 E. Virginia St., Suite 1, Tallahassee, FL 32301.

ARTICLE VI: INITIAL BOARD OF DIRECTORS

The name and address of each member of the initial Board of Directors of the corporation is **Dr. Mitchell Josephs, Aileen Josephs, 44 Cocoanut Row, Suite 206, Palm Beach, FL 33480.**

ARTICLE VII: SPECIAL PROVISION

It is the intent of the incorporator and directors that the corporation qualify under Section 1244 of the Internal Revenue Code and that the corporation file as a Sub S Corporation. Such actions as are necessary will be taken by the appropriate officers to accomplish this compliance.

The undersigned has executed these Articles of Incorporation this 29th day of June 2001.

"Capital Connection, Inc. by Stacey Leggett, Client Representative"

Stacey Leggett

CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the mentioned 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: Toothtalk, Inc.

2. The name and street address of the registered agent and office is: Aileen JOSEPHS, ESQ.

515 NORTH FLAGLER DRIVE, # 300-P
West Palm Beach, FL 33401

HAVE 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 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 AS REGISTERED AGENT.

Aileen Josephs

FILED

01 JUN 29 AM 10:16

SECRETARY OF STATE
TALLAHASSEE, FLORIDA