

P970000096789

Jacob J. Linhart
Attorney At Law
Certified Mediator
Qualified Arbitrator

LAW OFFICES OF
Jacob J. Linhart
1100 PARK CENTRAL BOULEVARD, SOUTH
SUITE 3800
POMPANO BEACH, FLORIDA 33064

Telephone: (954) 972-3082
Facsimile: (954) 970-9668

FILED
97 NOV 10 AM 11:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

October 30, 1997

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

000002343360--0
-11/10/97-01158-015
***122.50 ***122.50

Re: THE SMILE FACTORY, INC.

Dear Sirs:

Enclosed please find Articles of Incorporation for the above Corporation, as well as our client's check in the amount of \$122.50, to cover your costs for filing same.

☒ Kindly provide Ms. Gandelman with a certified copy of said Articles as soon as possible.


Thank you in advance for your kind cooperation.

Should you have any questions, or if we can be of any assistance, please feel free to contact the undersigned.

Very truly yours,

LAW OFFICES JACOB J. LINHART. P.A.


JACOB J. LINHART. ESQUIRE

 GAVE
AUTHORIZATION BY PHONE TO
CORRECT YANO
DATE 11/13/97
DOC. EXAM. TAM

TM-11/13/97

ARTICLES OF INCORPORATION OF
THE SMILE FACTORY, INC.

The undersigned, for the purpose of forming a Corporation under the Florida General Corporation Act, hereby adopt the following Articles of Incorporation.

ARTICLE ONE

The name of the Corporation is **THE SMILE FACTORY, INC.**

ARTICLE TWO

The term of existence of the Corporation is perpetual.

ARTICLE THREE

The Corporation may transact any and all lawful business for which Corporations may be incorporated under the Florida General Corporation Act.

ARTICLE FOUR

The minimum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is one hundred (100) shares of common stock at one dollar (\$1.00) par value.

FILED
97 NOV 10 AM 11:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE FIVE

The street address of the principal office of the Corporation is as follows:

**Ingraham Building, Suite 427
25 S.E. Second Avenue
Miami, Florida 33131**

Its mailing address and initial registered office are as follows:

**6039 Collins Avenue, # 821
Miami Beach, Florida 33140**

The name of the initial registered agent at that address is **Fanny Gandelman**.

ARTICLE SIX

The Board of Directors of the Corporation shall consist of One (1) or more members, as may be provided in the By-Laws. The name and address of the sole member of the first Board of Directors is as follows:

Name

Address

Fanny Gandelman
President/ Vice President/
Secretary/ Treasurer/ Director

6039 Collins Avenue, # 821
Miami Beach, Florida 33140

ARTICLE SEVEN

The name and address of the sole Incorporator is as follows:

Name

Address

Fanny Gandelman
President/ Vice President/
Secretary/ Treasurer/ Director

6039 Collins Avenue, # 821
Miami Beach, Florida 33140

ARTICLE EIGHT

The percentage of stock of the Corporation as issued to the sole shareholder is as follows:

Fanny Gandelman

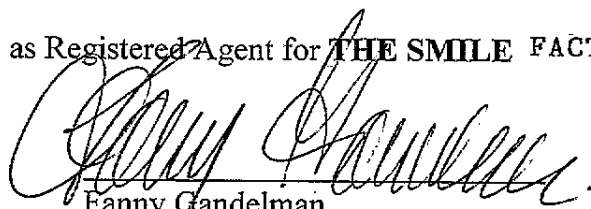
100%

FILED
97 NOV 10 AM 11:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE NINE

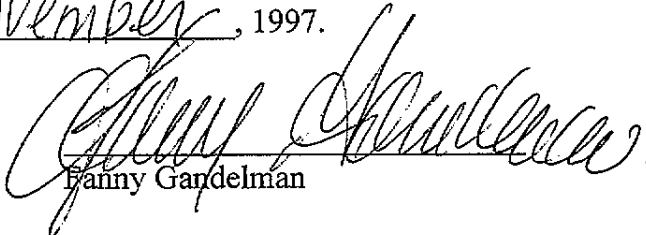
DESIGNATION OF REGISTERED AGENT

I hereby accept Designation as Registered Agent for THE SMILE FACTORY, INC.


Fanny Gandelman

IN WITNESS WHEREOF, I have hereby subscribed my hand and

seal this 4th day of November, 1997.


Fanny Gandelman

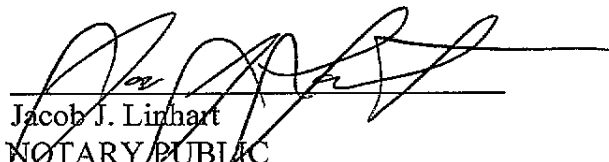
CERTIFICATION

STATE OF FLORIDA)
COUNTY OF DADE)

Before me, the undersigned authority, duly authorized to administer oaths, personally appeared **Fanny Gandelman**, to me personally known, and who acknowledged that she executed these Articles of Incorporation for the purposes contained therein.

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal

this 4th day of November, 1997.


Jacob J. Linhart
NOTARY PUBLIC
STATE OF FLORIDA AT LARGE

My Commission Expires:

