

**UNITED STATES
DENTAL TENNIS ASSOCIATION**

ARTICLES OF INCORPORATION

OF

THE UNITED STATES DENTAL TENNIS ASSOCIATION, INC.

(A CORPORATION NOT FOR PROFIT)

We, the undersigned, do hereby make, subscribe, acknowledge and file these articles of incorporation in the Office of the Secretary of the State of the State of Florida, and to obtain his approval thereof, as provided for by Chapter 617, Florida Statutes, for the purpose of becoming a corporation not for profit.

The following articles have been adopted by us as the articles of incorporation of the said corporation:

ARTICLE I

Name

The name of this corporation shall be THE UNITED STATES DENTAL TENNIS ASSOCIATION, INC., and its principal place of business shall be 523 North Peninsula Drive, Daytona Beach, Florida. The initial resident agent of the corporation shall be T.W. Schroeder, D. D. S., whose address is 523 North Peninsula Drive, Daytona Beach, Florida. The Board of Directors may, from time to time change the principal office of the corporation and may change the resident agent by designation filed in the Office of the Secretary of State.

ARTICLE II

Purpose

The general nature and purpose of the corporation shall be:

(a) To foster and encourage all dentists, regardless of their level of skill to play tennis for the betterment of their physical and mental well-being; to promote and hold such tournaments and/or tennis programs necessary to carry out the above objective; and to cooperate with various schools of dentistry and other recognized

dental organizations to promote continuing educational courses and seminars which will improve the participant's skills in the practice of dentistry.

(b) The corporation shall have all of the rights and powers granted to a corporation not for profit under the laws of the State of Florida.

This corporation is not organized for pecuniary profit, nor does it have any power to issue certificates of stock or to declare dividends, and no part of its net earnings shall inure to the benefit of any member, director, or individual. The balance, if any, of all monies received by the corporation from its operation, after the payment in full of all debts and obligations of the corporation, of whatsoever kind and nature, shall be used and distributed for its corporate purposes.

ARTICLE III

Membership

Membership in the Corporation shall be open to any dentist who is licensed to practice dentistry in the United States of America and who shall otherwise qualify as provided for in the By-Laws of the Corporation.

ARTICLE IV

Term of Existence

This Corporation not for profit shall have perpetual existence from the date of incorporation.

ARTICLE V

Names and Residence of Subscribers

The names and residences of the subscribers to these Articles of Incorporation are as follows:

<u>NAME</u>	<u>RESIDENCE</u>
Andrew T. Biggs	3810 West Center Lane Spokane, WA 99208
David P. Christensen	89 East Burton Lane Kaysville, UT 84037

ARTICLE VI

Officers

The Officers of the Corporation shall consist of a President, Vice-President, a Secretary-Treasurer, and such other officers as may be provided for in the By-Laws. The Officers shall be elected annually by the Board of Directors as provided for in the By-Laws.

The names of the persons who are to serve as Officers of the Corporation until the first meeting of the Board of Directors, or until their successors are duly elected, are:

<u>OFFICE</u>	<u>NAME</u>
President	Andrew T. Biggs, D.M.D.
Vice-President	David P. Christensen, D.D.S

ARTICLE VII

Board of Directors

The business affairs of this Corporation shall be managed by the Board of Directors. The Corporation shall have no more than twenty (20) nor less than three (3) Directors. All Directors shall be members of the Corporation and shall be elected and hold office in accordance with the By-Laws.

The names and addresses of the persons who are to serve as Directors for the ensuing year, or until the first annual meeting of the Corporation are:

<u>NAME</u>	<u>ADDRESS</u>
Andrew T. Biggs, D.M.D.	3810 West Center Lane Spokane, WA 99208
David P. Christensen, D.D.S	89 East Burton Lane Kaysville, UT 84037

The Board of Directors may elect from such Board an executive committee, which shall have the same powers and authority as set forth for the Board of Directors, subject to conditions or restrictions imposed by the By-Laws.

ARTICLE VIII

By-Laws

The Board of Directors of this Corporation may enact By-Laws for the conduct of its business and the carrying out of its purpose as it may from time to time deem necessary.

Amendments to the By-laws may be proposed by any Director at a regular or special business meeting of the Board of Directors at which a quorum is present, and must be adopted by a majority vote of the Board of Directors present. A quorum consists of 40% of the existing number of board members. After due notice in the newsletter the proposed amendments shall be submitted to the general membership for approval which shall require the majority affirmative vote of the membership present at a regular business meeting. No quorum of the general membership is required.

ARTICLE IX

Amendment of Articles of Incorporation

Amendments to the Articles of Incorporation may be proposed by any Director at a regular or special business meeting of the Board of Directors at which a quorum is present, and must be adopted by a majority vote of the Board of Directors present. A quorum consists of 40% of the existing number of board members. After due notice in the newsletter the proposed amendments shall be submitted to the general membership for approval which shall require the majority

affirmative vote of the membership present at a regular business meeting. No quorum of the general membership is required.

ARTICLE X

Corporate Seal

The Corporation may have a corporate seal, prescribed by and prepared from a design approved by the Board of Directors of the Corporation; and the same shall contain thereon the name of the Corporation and the year of its incorporation.

ARTICLE XI

Dissolution

The Corporation may be dissolved by the voluntary action of its membership, as provided for in the By-Laws. In the event of the dissolution of this Corporation by such voluntary action, or as provided for by the laws of the State of Florida, or otherwise, all of the assets of said corporation remaining after payment of all costs and expenses of such dissolution shall be distributed to the American Foundation for Dental Education or to organizations which have qualified for exemption under Section 501 © (3) of the Internal Revenue Code, or to the Federal Government, or to a State or local government, for a public purpose, and none of the assets will be distributed to any member, officer, or Trustee of this Corporation.

IN WITNESS WHEREOF, We, the undersigned, subscribing incorporators, have hereunto set our hands and seals this 1st day of January, A.D. 2015 for the purpose of forming this Corporation not for profit under the laws of the State of Florida, and we hereby make and file in the Office of the Secretary of the State of the State of Florida, these Articles of Incorporation, and certify that the facts herein stated are true.

Signature of Andrew T. Biggs, D.M.D.

Signature of David P. Christensen, D.D.S.