State of Rhode Island and Providence Plantations
Office of the Secretary of State

Fee: $35.00

Division Of Business Services
148 W. River Street
Providence RI 02904-2615
(401) 222-3040

Non-Profit Corporation
Articles of Incorporation

(Chapter 7-6-34 of the General Laws of Rhode Island, 1956, as amended)

ARTICLE I

The name of the corporation is New Smiles for Veterans, New England Region Foundation, Inc.

ARTICLE II

The period of its duration is X Perpetual __

ARTICLE III

The specific purpose or purposes for which the corporation is organized are:

THE PURPOSE OF THE CORPORATION IS TO PROVIDE UNITED STATES ARMED FORCES
SERVICE MEMBERS, VETERANS, AND THEIR FAMILIES WITH DENTAL CARE, WHICH IS NOT ALREADY PROVIDED BY THE U.S. DEPARTMENT OF VETERANS AFFAIRS; TO RAISE
FUNDS TO SUPPORT SUCH PURPOSE; AND FOR ALL PURPOSES INCIDENTAL THERETO OR
IN FURTHERANCE THEREOF

ARTICLE IV

Provisions, if any, not inconsistent with the law, which the incorporators elect to set forth in these articles of incorporation for the regulation of the internal affairs of the corporation are:

ADDENDUM TO ARTICLES OF INCORPORATION
OF NEW SMILES FOR VETERANS, NEW ENGLAND REGION FOUNDATION, INC.

FOURTH: PROVISIONS FOR THE REGULATION OF THE INTERNAL AFFAIRS OF THE CORPORATION, INCLUDING PROVISIONS FOR THE DISTRIBUTION OF ASSETS ON DISSOLUTION OR FINAL LIQUIDATION, ARE:

1. NEW SMILES FOR VETERANS, NEW ENGLAND REGION FOUNDATION, INC. (THE "CORPORATION") IS ORGANIZED AS A TAX-EXEMPT ORGANIZATION WITHIN THE MEANING OF SECTION 501(C)(3) OF THE UNITED STATES INTERNAL REVENUE CODE OF 1986, AS AMENDED (THE "CODE"), AND IS SUBJECT TO THE FOLLOWING LIMITATIONS UNDER THIS ARTICLE FOURTH:

A. THE CORPORATION IS NOT ORGANIZED FOR PROFIT, NOR SHALL IT HAVE ANY POWER TO ISSUE CERTIFICATES OF STOCK OR PAY DIVIDENDS;

B. THE CORPORATION SHALL NOT CARRY ON ANY OTHER ACTIVITIES NOT PERMITTED TO BE CARRIED ON BY A CORPORATION EXEMPT FROM INCOME TAX UNDER SECTION 501(C)(3) OF THE CODE.

2. IN THE EVENT OF DISSOLUTION, TERMINATION, OR FINAL LIQUIDATION OF THIS CORPORATION, WHETHER VOLUNTARY OR INVOLUNTARY OR BY OPERATION
OF LAW, AFTER PAYMENT OF OR MAKING PROVISION FOR ALL THE CORPORATION'S

DEBTS AND LIABILITIES OF EVERY NATURE AND DESCRIPTION, THE BOARD OF DIRECTORS OF THE CORPORATION SHALL DISPOSE OF ALL REMAINING ASSETS OF THE CORPORATION EXCLUSIVELY FOR THE LAWFUL PURPOSES OF THE CORPORATION
IN SUCH MANNER, OR TO SUCH OTHER ORGANIZATIONS, AS SHALL AT THE RELEVANT TIME BE PERMITTED FOR ORGANIZATIONS UNDER SECTION 501(C)(3) OF THE CODE.

3. PURSUANT TO R.I.G.L. 7-6-15, AS AMENDED, THE CORPORATION SHALL HAVE NO MEMBERS, AND ALL OF THE POWERS, RIGHTS, AND DUTIES NORMALLY VESTED IN THE MEMBERS SHALL INSTEAD BE VESTED IN THE BOARD OF DIRECTORS OF THE CORPORATION.

ARTICLE V

The street address (post office boxes are not acceptable) of the initial registered office of the corporation is:

No. and Street: 4 RICHMOND SQUARE SUITE 150
City or Town: PROVIDENCE State: RI Zip: 02906

The name of its initial registered agent at such address is AMY E. STRATTON, ESQ.

ARTICLE VI

The number of directors constituting the initial Board of Directors of the Corporation is 6
and the names and addresses of the persons who are to serve as the initial directors are:

Title	Individual Name First, Middle, Last, Suffix	Address Address, City or Town, State, Zip Code, Country
DIRECTOR	NANCY BOSSI	69 ROUND POND ROAD FREEDOM, NH 03836 USA
DIRECTOR	JASON CONFORTI	26 ROLLINGWOOD DRIVE JOHNSTON, RI 02919 USA
DIRECTOR	KEN KEEGLER	60 MAYFLOWER DRIVE SEEKONK, MA 02661 USA
DIRECTOR	KAREN DALTON	12 SNAGWOOD ROAD FOSTER, RI 02825 USA
DIRECTOR	DENNIS MATTHEWS	PO BOX 22 MAYFIELD, UT 84643 USA
DIRECTOR	JOHN STRATTON	2073 YEARLING WAY THE VILLAGES, FL 32159 USA

ARTICLE VII

The name and address of the incorporator is:

Title	Individual Name First, Middle, Last, Suffix	Address Address, City or Town, State, Zip Code, Country
INCORPORATOR	AMY STRATTON	4 RICHMOND SQUARE PROVIDENCE, RI 02906 USA

ARTICLE VIII

Date when corporate existence is to begin

(not prior to, nor more than 30 days after, the filing of these Articles of Incorporation)

Signed this 18 Day of May, 2018 at 2:14:02 PM by the incorporator(s). *This electronic signature of the individual or individuals signing this instrument constitutes the affirmation or acknowledgement of the signatory, under penalties of perjury, that this instrument is that individual's act and deed or the act and deed of the corporation, and that the facts stated herein are true, as of the date of the electronic filing, in compliance with R.I. Gen. Laws § 7-6.*

Enter signature(s) below.

AMY E. STRATTON

Form No. 200
Revised 09/07

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State of Rhode Island and Providence Plantations
Department of State | Office of the Secretary of State
Nellie M. Gorbea, *Secretary of State*

I, NELLIE M. GORBEA, Secretary of State of the State of Rhode Island and Providence Plantations, hereby certify that this document, duly executed in accordance with the provisions of Title 7 of the General Laws of Rhode Island, as amended, has been filed in this office on this day:

May 18, 2018 02:14 PM

Nellie M. Gorbea
Secretary of State