

**2004 NOT-FOR-PROFIT CORPORATION REINSTATEMENT**

DOCUMENT# P39622

**FILED**  
**Oct 21, 2004**  
**Secretary of State****Entity Name:** OPERATION SMILE, INC.**Current Principal Place of Business:**6435 TIDEWATER DR  
NORFOLK, VA 23509**New Principal Place of Business:****Current Mailing Address:**6435 TIDEWATER DR  
NORFOLK, VA 23509**New Mailing Address:****FEI Number:** 54-1460147      **FEI Number Applied For ( )**      **FEI Number Not Applicable ( )**      **Certificate of Status Desired ( )**  
In accordance with s. 607.193(2)(b), F.S., the corporation did not receive the prior notice.**Name and Address of Current Registered Agent:**BERKOWITZ, MELISSA  
3750 YACHT CLUB DR  
AVENTURA, FL 33180      US**Name and Address of New Registered Agent:**HERMAN, BRAD  
8940 NORTH KENDALL DRIVE  
SUITE 903-E  
MIAM, FL 33176      US

The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida.

SIGNATURE: BRAD HERMAN

10/21/2004

\_\_\_\_\_  
Electronic Signature of Registered Agent\_\_\_\_\_  
Date**OFFICERS AND DIRECTORS:****Title:** P      ( ) Delete  
**Name:** MAGEE, WILLIAM P., J, R.  
**Address:** 400 WEST BRAMBLETON AVE SUITE 301  
**City-St-Zip:** NORFOLK, VA 23510**Title:** PCOF      ( ) Delete  
**Name:** MAGEE, KATHLEEN S  
**Address:** 6435 TIDEWATER DRIVE  
**City-St-Zip:** NORFOLK, VA 23509**Title:** VPC      ( ) Delete  
**Name:** GUIDO, RON  
**Address:** ROUTE 22, PO BOX 151  
**City-St-Zip:** SOMERVILLE, NJ 08876**Title:** COO      ( ) Delete  
**Name:** FITZWILLIAM, NAOMI  
**Address:** 6435 TIDEWATER DRIVE  
**City-St-Zip:** NORFOLK, VA 23509**Title:** CCEO      ( ) Delete  
**Name:** CHENG, RICHARD  
**Address:** 596 LYNNHAVEN PKWY  
**City-St-Zip:** VIRGINIA BEACH, VA**Title:** D      ( ) Delete  
**Name:** KANE, THOMAS F SR  
**Address:** 14155 US HWY 1., STE 300  
**City-St-Zip:** JUNO BEACH, FL 33408**ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS:****Title:** CEO      (X) Change ( ) Addition  
**Name:** MAGEE, JR., WILLIAM P  
**Address:** 6435 TIDEWATER DRIVE  
**City-St-Zip:** NORFOLK, VA 23509 US**Title:** P      (X) Change ( ) Addition  
**Name:** MAGEE, KATHLEEN S  
**Address:** 6435 TIDEWATER DRIVE  
**City-St-Zip:** NORFOLK, VA 23509 US**Title:** VC      (X) Change ( ) Addition  
**Name:** GUIDO, RON  
**Address:** ROUTE 22 WEST  
**City-St-Zip:** SOMERVILLE, NJ 08876 US**Title:** COO      (X) Change ( ) Addition  
**Name:** FITZWILLIAM, NAOMI  
**Address:** 6435 TIDEWATER DRIVE  
**City-St-Zip:** NORFOLK, VA 23509 US**Title:** T      (X) Change ( ) Addition  
**Name:** UNGER, HOWARD J  
**Address:** 700 WESY 21ST STREET  
**City-St-Zip:** NORFOLK, VA 23517**Title:** C      (X) Change ( ) Addition  
**Name:** KANE, THOMAS F SR  
**Address:** 14155 US HWY 1., STE 300  
**City-St-Zip:** JUNO BEACH, FL 33408

I hereby certify that the information supplied with this filing does not qualify for the for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this report or supplemental report is true and accurate and that my electronic signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 617, Florida Statutes; and that my name appears above, or on an attachment with an address, with all other like empowered.

SIGNATURE: WILLIAM P. MAGEE, JR.

CEO

10/21/2004

\_\_\_\_\_  
Electronic Signature of Signing Officer or Director\_\_\_\_\_  
Date