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Florida Department of State
Division of Corporations
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RE-SUBMIT

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Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.

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FLORIDA PROFIT/NON PROFIT CORPORATION
Global Wellness Institute, Inc.

Certificate of Status	0
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June 1, 2015

FLORIDA DEPARTMENT OF STATE
Division of Corporations

C T CORPORATION SYSTEM

RE-SUBMIT

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SUBJECT: GLOBAL WELLNESS INSTITUTE, INC.
REF: W15000038359

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

The registered agent and street address must be consistent wherever it appears in your document.

If you have any further questions concerning your document, please call (850) 245-6052.

Claretha Golden
Regulatory Specialist II
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FAX Aud. #: H15000129189
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Division of Corporations
Tallahassee, Florida

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15 MAY 29 PM 1:22

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May 28, 2015

**TO: Registration Section
Division of Corporations
Secretary of State
State of Florida
P.O. Box 6327
Tallahassee, FL 32314**

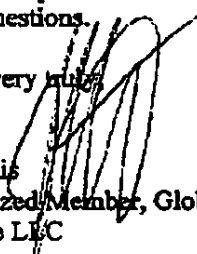
**Re: Release of Name
Global Wellness Institute LLC
Document # L14000059654**

Dear Sir or Madam:

Global Wellness Institute LLC is filing the enclosed Articles of Dissolution to dissolve and has no intention of revoking the dissolution. Therefore, Global Wellness Institute LLC hereby releases the name "Global Wellness Institute" to be used by the not for profit entity Global Wellness Institute, Inc., whose incorporation documents are also enclosed herein.

Please contact Michael Baird at (212) 404-8771 of Satterlee Stephens Burke & Burke LLP, 230 Park Avenue, Suite 1130, New York, NY 10169 with any questions.

Yours very truly,


Pete Ellis
Authorized Member, Global Wellness
Institute LLC

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15 MAY 29 PM 1: 22

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA
ARTICLES OF INCORPORATION
OF
GLOBAL WELLNESS INSTITUTE, INC.
A CORPORATION NOT FOR PROFIT
In compliance with Chapter 617, F.S., (Not for Profit)

I, the undersigned, for the purpose of forming a corporation not for profit and without authority to issue capital stock under the provisions of the laws of the State of Florida (particularly Chapter 617 of the Florida Statutes and the acts amendatory thereof and supplemental thereto, and referred to as the "Florida Statutes"), hereby certifies:

FIRST: The name of the corporation is Global Wellness Institute, Inc. (the "Corporation").

SECOND: This Corporation shall be a nonprofit corporation organized exclusively for charitable, religious, educational, and scientific purposes under section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code"), and shall not carry on any activities not permitted to be carried on by a corporation described in Code § 501(c)(3), or corresponding provisions of subsequent federal tax laws.

THIRD: The method of election of directors shall be stated in the Corporation's bylaws.

FOURTH: The Corporation shall not have any capital stock.

FIFTH: The duration of the Corporation is to be perpetual.

SIXTH: No part of the net earnings of the Corporation shall inure to the benefit of any private individual (except that reasonable compensation may be paid for services rendered to or for the

Corporation in furtherance of one or more of its purposes), and no private individual shall be entitled to share in the distribution of any of the Corporation's assets on dissolution of the Corporation.

SEVENTH: The Corporation shall not devote more than an insubstantial part of its activities attempting to influence legislation (by propaganda or otherwise), and shall not participate or intervene in (including the publication or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

EIGHTH: The mailing address and street address of the principal office of the Corporation, including street, number, city and county, is 333 S.E. 2nd Avenue, Suite 3750, Miami, Florida 33131.

NINTH: The name and Florida street address of the registered agent is CT Corporation System, 1200 South Pine Island Road, Plantation, FL 33324.

TENTH: The conditions of membership in the Corporation shall be as stated in the Corporation's bylaws.

ELEVENTH: In every taxable year in which the Corporation is a private foundation, as defined in Code § 509:

(a) The Corporation shall not engage in any act of self-dealing which is subject to tax under Code § 4941.

(b) The Corporation shall distribute such amounts for each taxable year at such time and in such manner as not to subject the Corporation to tax on undistributed income under Code § 4942.

(c) The Corporation shall not retain any excess business holdings which are subject to tax under Code § 4943.

(d) The Corporation shall not make any investments in such manner as to subject the Corporation to tax under Code § 4944.

(e) The Corporation shall not make any taxable expenditures which are subject to tax under Code § 4945.

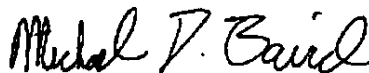
TWELFTH: Upon dissolution of the Corporation, the assets of the Corporation remaining after payment of expenses and satisfaction of all liabilities shall be distributed for one or more

purposes within the meaning of Code § 501(c)(3) or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by any court having jurisdiction over said matter in the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

THIRTEENTH: The personal liability of the directors of the Corporation for breach of fiduciary duty as a director is hereby eliminated to the fullest extent permitted by the Florida Statutes, as the same may be amended and supplemented.

FOURTEENTH: The name and address of the Incorporator is Michael D. Baird, Satterlee Stephens Burke & Burke LLP, 230 Park Avenue, New York, NY 10169.

I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S. and I have accordingly hereunto set my hand this 29th day of May, 2015.



Michael D. Baird, Incorporator
Satterlee Stephens Burke & Burke LLP
230 Park Avenue
New York, NY 10169

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity



Registered Agent

5/29/15
Date

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15 MAY 29 PM 1:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA