

NY60000000066

Deborah A. Bushnell

Attorney At Law
204 SCOTLAND STREET
DUNEDIN, FLORIDA 34008
(813) 733-9004

December 21, 1995

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

900001674829
-01/02/95--01031--006
****122.50 ****122.50

Re: Wu Gong Co., a Florida not for profit corporation

Dear Sir or Madam:

Enclosed please find the original and one copy of the Articles of Incorporation of the above named not for profit corporation, together with the Certificate Designating Registered Agent and Street Address for Service of Process Within Florida. Also enclosed is a check in the amount of \$122.50 to cover the following:

- Filing of Articles of Incorporation
- Designation of Registered Agent
- Certified copy of Articles of Incorporation.

Please certify the enclosed copy of the Articles of Incorporation and return the same to me.

Thank you very much for your cooperation in this matter.

Sincerely,

Deborah A. Bushnell

DAB: jm
Enclosures

15-96

FILED
DEC 29 AM 10:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
WU GONG CO.**

The undersigned, acting as incorporator(s) of a corporation pursuant to chapter 617, Florida Statutes, adopt(s) the following Articles of Incorporation.

**ARTICLE I
NAME**

The name of this corporation is WU GONG CO.

**ARTICLE II
Principal place of business and mailing address**

The principal place of business and mailing address of this corporation shall be:

2440 State Road 580
Clearwater, Florida 34621

**ARTICLE III
Purpose(s)**

The specific purpose for which the corporation is organized is:

to provide educational publications and other educational opportunities and resources to students of the martial arts and far eastern philosophy.

**ARTICLE IV
Directors**

The manner in which the directors are elected is set forth in the By Laws.

**ARTICLE V
Initial registered agent and street address**

The name and the street address of the initial registered agent is:

Nick Scrima, 2440 State Road 580, Clearwater,
Florida 34621.

**ARTICLE VI
Incorporators**

The name and address of the Incorporator signing these Articles is:

Nick Scrima, 2440 State Road 580, Clearwater,
Florida 34621.

95 DEC 29 AM 10:27
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA


ARTICLE VII
Indemnification

The corporation shall indemnify any officer or Director or any former officer or Director, to the full extent permitted by law.

ARTICLE VIII
Amendment

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a unanimous vote of the Board of Directors.

The undersigned incorporator has executed these Articles of Incorporation on the 21 day of December, 1995.



NICK SCRIMA
Incorporator

STATE OF FLORIDA
COUNTY OF PINELLAS

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared NICK SCRIMA, known to be and who is personally known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the foregoing Articles of Incorporation.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this 21 day of December, 1995.



Notary Public

My Commission expires:



**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is:


WU GONG CO.

2. The name and address of the registered agent and office is:

Nick Scrima
2440 State Road 580
Clearwater, Florida 34621.

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95 DEC 29 AM 10:27
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



NICK SCRIMA
Registered Agent

N96000000066

Deborah A. Bushnell

Attorney At Law
204 SCOTLAND STREET
DUNEDIN, FLORIDA 34698
(813) 733-9084

September 17, 1997

FILED
97 SEP 29 PM 4:02
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

Return to
P U ASAT

Attorneys' Title Insurance Fund, Inc.
660 East Jefferson Street, Suite 200
Tallahassee, Florida 32301

Attention: Barbara

RE: Wu Gong Co.

000002298870--3
09/22/97--01004--005
*****87.50 *****87.50

Dear Barbara:

Enclosed is the original and one copy of Amended Articles Of Incorporation Of Wu Gong Co. Please file the original with the Secretary of State, Division of Corporations, have the copy stamped "FILED" by the Secretary of State with the date filed, and return the copy to my office at your earliest convenience.

Also enclosed is check #2371 in the amount of \$87.50 made payable to the Department Of State, representing the filing fee of \$35.00 and \$52.50 for Certification.

In addition, enclosed is check #2370 in the amount of \$10.00 for The Fund's service fee for filing corporate documents.

Your prompt attention to this matter is greatly appreciated.

Sincerely,

Deborah A. Bushnell

Requested refund
of \$52.50, decided
not to get
certified copy.

DAB:jm
Enclosures

RECEIVED
97 SEP 22 11 3 55

FROM : DEBORAH A DUSHNELL

SEP. 29. 1997 11:17AM P 1
PHONE NO. : 813 733 8582



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

RECEIVED
97 SEP 29 PM 2:25
DIVISION OF CORPORATION

September 22, 1997

ATTORNEYS' TITLE INSURANCE FUND, INC.

TALLAHASSEE, FL

SUBJECT: WU GONG CO.
Ref. Number: N9600000066

We have received your document for WU GONG CO. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please file the document as either Articles of Amendment or Restated Articles of Incorporation pursuant to applicable Florida Statutes.

Amendments for nonprofit corporations are filed in compliance with section 617.1006, Florida Statutes. Please see the attached information.

Restated Articles of Incorporation for a Florida nonprofit corporation are filed pursuant to section 617.1007, Florida Statutes. Enclosed is a copy of chapter 617.

There is no provision in chapter 617, Florida Statutes, for an incorporator to amend a nonprofit corporation -- the proper form setting forth the requirements for filing a nonprofit amendment is attached.

If there are MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) the date of adoption of the amendment by the members and (2) a statement that the number of votes cast for the amendment was sufficient for approval.

If there are NO MEMBERS OR MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) a statement that there are no members or members entitled to vote on the amendment and (2) the date of adoption of the amendment by the board of directors.

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

FROM : DEBORAH A DUSHNELL

SEP. 29. 1997 11:17AM P 2
PHONE NU. 1 813 733 0582

If you have any questions concerning the filing of your document, please call
(850) 487-6957.

Joy Moon-French
Corporate Specialist

Letter Number: 297A00048782

Deborah A. Bushnell

Attorney At Law
204 SCOTLAND STREET
DUNEDIN, FLORIDA 34898
(813) 733-9084

September 25, 1997

VIA UPS OVERNIGHT

Return to
PLU ASFP

Attorneys' Title Insurance Fund, Inc.
660 East Jefferson Street, Suite 200
Tallahassee, Florida 32301

Attention: Barbara

RE: Wu Gong Co.

Dear Barbara:

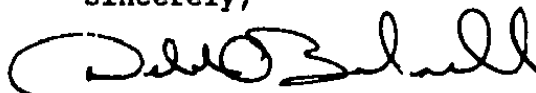
Enclosed is the original and one copy of Articles Of Amendment to Articles Of Incorporation Of Wu Gong Co.

Please file the original with the Secretary of State, Division of Corporations, have the copy stamped "FILED" by the Secretary of State with the date filed, and return the copy to my office by overnight UPS. A label for this purpose is enclosed for your convenience.

Also enclosed is check #2385 in the amount of \$10.00 for The Fund's service fee for filing corporate documents.

Your prompt attention to this matter is greatly appreciated.

Sincerely,



Deborah A. Bushnell

DAB:jm
Enclosures

ARTICLES OF AMENDMENT
to
ARTICLES OF INCORPORATION
of

FILED
97 SEP 29 PM 4:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

WU GONG CO.

Pursuant to the provisions of section 617.1006, Florida Statutes, the undersigned Florida nonprofit corporation adopts the following articles of amendment to its articles of incorporation.

FIRST: Amendment(s) adopted: (INDICATE ARTICLE NUMBER(S) BEING AMENDED, ADDED OR DELETED)

ARTICLE IX is added to the Articles of Incorporation
of WU GONG CO. as follows:

See Attachment A.

SECOND: The date of adoption of the amendment(s) was: September 11, 1997

THIRD: Adoption of Amendment (CHECK ONE)

- The amendment(s) was(were) adopted by the members and the number of votes cast for the amendment was sufficient for approval.
- There are no members or members entitled to vote on the amendment. The amendment(s) was(were) adopted by the board of directors.

WU GONG CO.

Corporation Name

Nick Scrima

Signature of Chairman, Vice Chairman, President or other officer

NICK SCRIMA

Typed or printed name

President

Title

September 11, 1997

Date

ATTACHMENT A

ARTICLE IX
Exempt Status

Said organization is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170(g)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, 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 disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the organization 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.

N96000000066

Deborah A. Bushnell

Attorney At Law

204 SCOTLAND STREET
DUNEDIN, FLORIDA 34098
(813) 733-9084

September 25, 1997

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

Attention: Amendment Section

RE: Wu Gong Co.

Dear Sir or Madam:

Pursuant to your letter #297A00046782 from Joy Moon-French and instructions, enclosed is the Articles Of Amendment To Articles Of Incorporation of Wu Gong Co.

Our check number 2371 in the amount of \$87.50 was previously delivered to your office. It is my understanding from your correspondence that the correct amount for filing the Articles Of Amendment is \$35.00. The error was including the price of a certification which we do not desire. Pursuant to a conversation today between my legal assistant, Joann Marshall, and your office, I understand the excess payment of \$52.50 will be refunded directly to this office, payable to Deborah A. Bushnell, Esq., and mailed to 204 Scotland Street, Dunedin, Florida 34698.

Thank you for your attention to this matter.

Sincerely,



Deborah A. Bushnell

DAB:jm
Enclosures

N96000000066

STATE OF FLORIDA
OFFICE OF THE COMPTROLLER
APPLICATION FOR REFUND

Section 215.26, Florida Statutes, states in part: "Applications for refunds as provided in this section shall be filed with the Comptroller, except as otherwise provided herein, within 3 years after the right to such refund shall have accrued else such right shall be barred." Three years is generally interpreted as meaning three years from the date of payment into the State treasury. The Comptroller has delegated the authority to accept applications for refund to the unit of State government which initially collected the money.

Pursuant to the provisions of Rule 3A-44.020, Florida Administrative Code, and Section 215.26, Florida Statutes, or Section _____*, Florida Statutes, I hereby apply for a refund of moneys I paid into the State treasury, which are subject to refund. The following information is submitted to substantiate the claim.

Name: Deborah A. Bushnell, Esq. EIN or SS#: _____

Address: 204 Scotland Street
Dunedin, Fl. 34698

Amount: \$52.50 Date Paid _____

Reason for claim: Customer did not want certified copy.

WU GONG CO. (N96000000066)

Certified true and correct this _____ day of _____, 19 _____.

Signature see attached letter.

* Must be completed if authority is other than Section 215.26, Florida's Statutes.

J.M. French - Amendments

For Agency Use Only	
Agency recommends approval of above claim and submits the following information to substantiate the claim: Amount of recommended refund \$ <u>52.50</u>	
The amount requested above was originally deposited into the State Treasury, as a part of the funds deposited on State Treasurer's Receipt No. <u>01004-005</u> dated <u>09/22/97</u>	
Name of Account	<u>45202130001453000000000010000</u>
Statutory Authority for Collection	<u>607:0122</u>
It is requested that payment be made from the following account:	
NAME OF ACCOUNT:	<u>452021300014530000000022002000</u>
Certified true and correct this _____ day of _____, 19 _____.	
Department of State, Division of Corporations (Agency)	(Authorized Signature and Title)