

CT CORPORATION SYSTEM

F0100000 6264

CORPORATION(S) NAME

Science of Spirituality, Inc.

FILED
01 DEC -7 1PM 4:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

8000004714598-4
-12/07/01--01053-011
*****70.00 *****70.00

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<input type="checkbox"/> Nonprofit	<input type="checkbox"/> Dissolution/Withdrawal	<input type="checkbox"/> Mark
<input checked="" type="checkbox"/> Foreign	<input type="checkbox"/> Reinstatement	<input type="checkbox"/> Other
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Change of RA
<input type="checkbox"/> LLC	<input type="checkbox"/> Name Registration	<input type="checkbox"/> UCC
<input type="checkbox"/> Certified Copy	<input type="checkbox"/> Fictitious Name	<input type="checkbox"/> CUS
<input type="checkbox"/> Photocopies	<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Will Wait	<input type="checkbox"/> After 4:30
<input checked="" type="checkbox"/> Walk In	<input type="checkbox"/> Mail Out	<input checked="" type="checkbox"/> Pick Up

RECEIVED
01 DEC -7 PM 2:02
TALLAHASSEE, FLORIDA

BK

Name _____ 12/7/01 Order#: 4916291
Availability _____
Document _____
Examiner _____
Updater _____
Verifier _____
W.P. Verifier _____

To: Buck Kohr
Thanks,
m.s.

Ref#: _____
Amount: \$ _____

660 East Jefferson Street
Tallahassee, FL 32301
Tel. 850 222 1092
Fax 850 222 7615

LAW OFFICES
JENNER & BLOCK, LLC

ONE IBM PLAZA
CHICAGO, ILLINOIS 60611

FIRM: (312) 222-9350
FAX: (312) 527-0484

WRITER'S DIRECT DIAL: (312) 923-2950
WRITER'S DIRECT FAX: (312) 849-7350
INTERNET ADDRESS: cklein@jenner.com

FILED
01 DEC 27 PM 4:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

November 27, 2001

Florida Secretary of State's Office
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Science of Spirituality/Request for Waiver of Penalties for Non
Registration as a Foreign Nonprofit Corporation

Dear Secretary's of State's Office:

Science of Spirituality, Inc. a Delaware not-for-profit religious corporation, is attempting to register as a foreign not-for-profit corporation in Florida. They have recently acquired land on which they want to hold regular meetings for their members.

CT Corporation, the agent for service of process, the registered agency we are using to affect the registration of Science of Spirituality, advises that your office intends to impose a Ten Thousand Dollar (\$10,000) penalty for failure to register previously. This letter is and accompanying affidavit are submitted in support of a request that you waive the penalty on the ground that registration was not previously required.

By way of background, Science of Spirituality is a non profit religious organization and recognized as exempt from taxes as a church under the Internal Revenue Code. It has centers in Naperville, Illinois, Birch Bay, Washington, and Bowling Green, Virginia. Until recently those were the only states in which it owned any real estate and therefore it was qualified in only those states.

Although Science of Spirituality has some members in Florida and it desired to acquire a location there, until this year it did not own real estate in Florida and has had no permanent location in Florida. It has no paid employees in Florida and has no offices in Florida. Although members met for religious and internal purposes in the State of Florida, this alone is not sufficient to require registration.

DALLAS OFFICE
3150 BANK ONE CENTER
1717 MAIN STREET
DALLAS, TX 75201
FIRM: (214) 746-5700
FAX: (214) 746-5757

LAKE FOREST OFFICE
ONE WESTMINSTER PLACE
LAKE FOREST, IL 60045
FIRM: (847) 295-9200
FAX: (847) 295-7810

WASHINGTON OFFICE
601 THIRTEENTH STREET, N.W.
SUITE 1200 SOUTH
WASHINGTON, D.C. 20005
FIRM: (202) 639-6000
FAX: (202) 639-6066

The Florida Secretary of State's Office
November 27, 2001
Page 2

Under Florida Statutes Annotated Section 617.1501(2) dealing with the authority of foreign corporations to conduct affairs in Florida; a number of activities, including holding meetings of members or carrying on other activities concerning internal corporate affairs, maintaining bank accounts, acquiring or creating debts, mortgages and security interests in real or personal property, conducting affairs in interstate commerce, conducting isolated transactions of short duration, and even owning without more real or personal property does not constitute activity sufficient to require it to register as a foreign corporation in the State of Florida. We submit, on behalf of Science of Spirituality, Inc., that its activities in Florida consisted of meetings members at non permanent locations for the purposes of spiritual readings and discourses falls well within these exceptions.

Attached is the affidavit of the Secretary of Science of Spirituality attesting to these facts.

One final matter of note is that the organization did register as a foreign corporation briefly in 1998 because it thought it was going to acquire real estate in Florida. It however did not acquire real estate and therefore withdrew its registration. Your files probably reflect this but the facts are as indicated so that no registration should have been necessary.

We appreciate your cooperation in this matter. The entity does want to register, own real estate in the state of Florida and conduct its affairs there in compliance with applicable laws. Please contact the undersigned if you have any questions of follow-up issues.

Sincerely,



Carter H. Klein

cc: Jay Linksman
Sheila Rogers
Amaranth Sharma

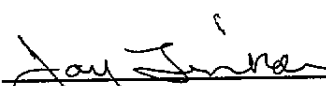
AFFIDAVIT OF
SECRETARY, SCIENCE OF SPIRITUALITY, INC.

FILED
DEC - 7 PM 4:00
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

The undersigned, upon being duly sworn, states that to the best of his personal knowledge as well as based on inquiry of others who have personal knowledge, the following facts and matters are true and correct as of the date hereof:

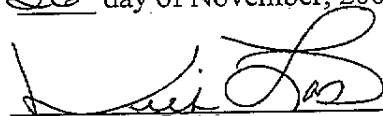
1. I am the Secretary of Science of Spirituality, Inc., a Delaware not for profit religious corporation, which is seeking to conduct its affairs in the State of Florida under the name of Science of Spirituality, Inc., S.E. ("Science of Spirituality" or the "Organization"), and have held that office for the last twenty (20) years. I am familiar with the facts as stated herein and the activities of the Organization in the State of Florida.
2. Science of Spirituality is a tax-exempt religious organization which has been established to promote the unity of humanity under God through the teachings of great spiritual leaders that have come from time to time. It is recognized and has been recognized since 1981 as tax-exempt under Section 501(C)(3) of the Internal Revenue Code as a church by the Internal Revenue Service, Tax I.D. No. 59-1904820.
3. Until this year, Science of Spirituality owned no real estate in the State of Florida, had no permanent locations in the State of Florida, has no offices in the State of Florida, has no paid employees in the State of Florida, and has limited its activities to those activities which are exempt or excluded from requiring registration as a foreign corporation under Section 617.1501 of the Florida Statutes Annotated. The activities it has engaged in primarily in prior years consist of holding meetings of its members.
4. The Organization this year has acquired real estate in Seminole County, Florida and may acquire additional real estate in West Palm Beach, Florida with a view to having a permanent establishment there. Accordingly, the Organization desires and is attempting to register as a foreign corporation in the State of Florida.
5. The Organization has previously attempted to register as a foreign corporation under its own name and has discovered that there is another organization with the same name. Accordingly, it is submitting a registration under the assumed name of Science of Spirituality, Inc., S.E. as indicated in the application for registration submitted by CT Corporation Service on behalf of Science of Spirituality, Inc.
6. The imposition of a \$10,000 penalty to the Organization would cause it great hardship as it does not have substantial assets in the State of Florida with which to pay such penalty as a condition to qualify to be a registered foreign not-for-profit corporation there. Its activities in Florida are supported by donations of its members.

7. The Organization was registered briefly as a foreign not-for-profit corporation in the State of Florida, but that registration was withdrawn because the Organization did not have a permanent establishment in the State of Florida. The Organization wishes to comply and will comply with the Florida Not-For-Profit Corporations Act.


Jay Linksmann, Secretary
Science of Spirituality, Inc.,
a Delaware not-for-profit religious
corporation

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DEC - 7 PM 4:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Subscribed and sworn to before me this
26th day of November, 2001.



Notary Public

RESOLUTION OF BOARD OF DIRECTORS
OF SCIENCE OF SPIRITUALITY, INC.

FILED
01 DEC -7 PM 12:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned JAY LINKSMAN, SECRETARY, do hereby certify
that this Resolution of the Board of Directors of Science of Spirituality, Inc.

a corporation duly organized and existing under the laws of the State of Delaware,

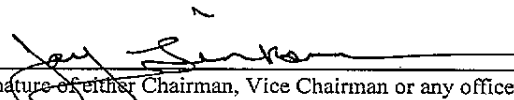
was duly adopted on November 9, 20 01.

Be it resolved, that Science of Spirituality, Inc.

organized and existing in the State of Delaware, hereby adopts the name

Science of Spirituality S.E. Inc. for use in Florida.

Dated: November 9, 2001.


Signature of either Chairman, Vice Chairman or any officer

Jay Linksman, Secretary
Type or print name

**APPLICATION BY FOREIGN NOT FOR PROFIT CORPORATION FOR AUTHORIZATION TO
CONDUCT ITS AFFAIRS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 617.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN NOT FOR PROFIT CORPORATION FOR AUTHORIZATION TO CONDUCT ITS AFFAIRS IN
THE STATE OF FLORIDA:*

1. Science of Spirituality, Inc.

(Name of corporation: must include the word "INCORPORATED" or "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present. "Company" or "Co." may not be used as a corporate suffix by a nonprofit corporation.)

2. Delaware

(State or country under the law of which it is incorporated)

3. 59-1904820

(FEI number, if applicable)

4. April 24 1979

(Date of Incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or perpetual)

6. upon qualification

(Date corporation first conducted Affairs in Florida - See sections 617.1501, 617.1502, and 817.155, F.S.)

7. 4 S. 175 Naperville Road, Naperville, Illinois 60563

(Principal office address)

same

(Current mailing address)

8. A not for profit spiritual mission of spreading inner peace.

(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: CT Corporation System

Office Address: 1200 South Pine Island Road

Plantation

(City)

Florida 33324

(Zip Code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

CT Corporation System

Connie Bryan Connie Bryan, Special Asst. Secy.
(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

01 DEC 7 PM 4:33
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

12. Names and addresses of officers and/or directors:

A. DIRECTORS

Chairman: Sant Rajinder Singh Duggal

Address: 69 Baybrook Lane

Oak Brook, Illinois 60521

Vice Chairman: Trilochan Singh Khanna

Address: 776 Sigmund Road

Naperville, Illinois 60563

Director: Marshall Zaslove

Address: 1115 3rd Avenue

Napa, California 94558

Director: Amar Nath Sharma

Address: 4813 Baylard Boulevard

Bethesda, Maryland 20816

***Additional directors on attached sheet.

B. OFFICERS

President: Trilochan Singh Khanna

Address: 776 Sigmund Road

Naperville, Illinois 60563

Vice President: (Controller): Davinder Khanna

Address: 5616 Bloomfield Drive #103

Alexandria, Virginia 22313

Secretary: Jay Linksman

Address: 895 Springhill Circle, Naperville, Illinois 60563

Treasurer: Amar Nath Sharma

Address: 4813 Baylard Boulevard, Bethesda, Maryland 20816

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. Jay Linksman
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Jay Linksman, Secretary

(Typed or printed name and capacity of person signing application)

FILED
01 DEC -7 PM 4:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

State of Delaware
Office of the Secretary of State

PAGE 1

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SCIENCE OF SPIRITUALITY, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE THIRTEENTH DAY OF NOVEMBER, A.D. 2001.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

FILED
DEC - 7 PM 4:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED
01 DEC - 7 PM 4:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

0871450 8300

AUTHENTICATION: 1443516

010573895

DATE: 11-13-01