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TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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SUBJECT: The Massoacoustics^(rm) Institute, Inc.
(Proposed corporate name - must include suffix)

✓ Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☒ \$78.75
Filing Fee &
Certificate of
Status

☐ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Dr. Daniel W. Kunz
Name (Printed or typed)

P.O. Box 1920
Address

Islamorada, FL 33036-1920
City, State & Zip

305-664-2997
Daytime Telephone number

7/24
Notified client
by phone &
direction to
2A acceptance
ke

FILED
00 JUL 19 AM 10:47
SECRETARY OF STATE
TALLAHASSEE FLORIDA

NOTE: Please provide the original and one copy of the articles.

T BROWN JUL 24 2000

**ARTICLES OF INCORPORATION
OF
THE MASSOACOUSTICS™ INSTITUTE, INC.**

FILED
00 JUL 19 AM 10:47
SECRETARY OF STATE
TALLAHASSEE FLORIDA

**TO: Office of the Secretary of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314**

The undersigned, a natural person of the age of twenty-one years or more, acting as incorporator of a corporation under Chapter 617 of the Florida Statutes, as amended, adopts the following Articles of Incorporation for such corporation.

FIRST: The name of the corporation (which is hereinafter called "Corporation") is: **The MassoAcoustics™ Institute, Inc.**

SECOND: The period of duration of the Corporation is **perpetual**.

THIRD: The Corporation is organized as a **not for profit entity** for exclusively educational, charitable and scientific purposes as may qualify it as exempt from federal income tax under **Section 501(c)(3)** of the Internal Revenue Code of 1954, as amended, or the corresponding provision of any future United States internal revenue law.

FOURTH: The specific **purpose** for which the Corporation is formed is to educate individuals and to develop in those individuals, through the application of acoustic, energy, vibratory, touch, nutritional, breathing and physical movement-based modalities, processes and technologies, a harmonic balance of vibratory energies between and among their brain, mind, body, spirit and soul.

This purpose shall include engaging in the following activities: developing new, innovative and creative approaches to balancing human energies with sound, touch, motion, exercise, nutrition, breathing and discussion; applying these techniques to individual and group clients; presenting these techniques through all instructional modalities to appropriate audiences; and developing and making available products that enhance the understanding and use of the Institute's techniques and procedures; and, to make these products and techniques available through all possible distribution channels.

FIFTH: The Corporation may have one or more classes of **members** or may have no members. If the corporation has one or more classes of members, the designation of such class or classes, the manner of election or appointment and the qualifications and rights of the members of each class shall be determined by a resolution adopted by two-thirds of the directors in office. The Articles of Incorporation or the By-Laws of the Corporation shall be amended as necessary to reflect such resolution.

SIXTH: The manner of election of the **directors** of the Corporation shall be provided in the By-Laws.

SEVENTH: Provisions for the regulation of the **internal affairs** of the Corporation, including: (A) provisions for the distribution of assets on dissolution or final liquidation; and, (B) limitations on the nature of the Corporation's activities are as follows:

- (A) No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to the directors, officers, or other persons, except that the Corporation shall be authorized and empowered to make payments and distributions in furtherance of the purposes set forth in Article THIRD hereof, and,
- (B) No part of the activities of the Corporation shall comprise the carrying on of propaganda, or otherwise attempting to influence legislation to an extent that would otherwise disqualify it for income tax exemption under Section 501(c)(3) of the Internal Revenue Code of 1954, as amended, or successor provisions thereof, and the Corporation 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 provisions of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1954, as amended, or successor provisions thereof.

In the event of the dissolution or final liquidation of the Corporation, the remaining assets of the Corporation shall be applied and distributed as follows: all liabilities and obligations of the Corporation shall be paid, satisfied, and discharged, or provision shall be made therefore; any assets under a condition that said assets be returned, transferred to or conveyed upon dissolution, shall be disposed of in accordance with such requirements; all remaining assets, of every nature and description, shall be distributed to one or more corporations, funds or foundations organized and operating exclusively for religious, charitable, scientific, literary or educational purposes, qualified for exemption from tax under Section 501(c)(3) of the Internal Revenue Code of 1954, as amended, or successor provisions thereof.

EIGHTH: The address of the **initial principal and registered office** of the Corporation is: **198 East Carroll Street (Oceanside), PO Box 1920, Islamorada, FL 33036-1920**. The name of the initial registered agent whose office is identical with the principal and registered office is: **Dr. Daniel W. Kunz**.

NINTH: The number of directors constituting the initial **Board of Directors** is three (3). The name and addresses of the persons who are to serve as the initial directors until the first annual meeting or until his/her/their successors are elected and qualified are:

Name

Address

1. Dr. Daniel W. Kunz

198 East Carroll Street (Oceanside)
PO Box 1920
Islamorada, FL 33036-1920

2. Mr. George Helmkin

199 East Carroll Street (Oceanside)
Islamorada, FL 33036

3. Ms. Samantha Daly

c/o Braunstein and Daly
933 North Kenmore Street, Suite 212
Arlington, VA 22201-2236

TENTH: The name and address of the **incorporator** is:

Name

Dr. Daniel W. Kunz

Address

198 East Carroll Street (Oceanside)

PO Box 1920

Islamorada, FL 33036-1920

ELEVENTH: This Corporation is organized as a **non-stock, non-profit** corporation.

TWELFTH: The Corporation reserves the **right to amend**, alter, change or repeal any provision contained in these Articles of Incorporation, in the manner now or hereafter prescribed by statute.

~~I am hereby familiar with and accept the duties and responsibilities as~~
~~Registered Agent.~~

I, the undersigned, for the purpose of forming a non-profit corporation under the laws of the State of Florida, do make and file these Articles of Incorporation, and I have accordingly hereunto set my hand.

Date

7/17/02

Dr. Daniel W. Kunz

Incorporator/Registered Agent

Notary:

State of Florida

County of Monroe

Notary for Dr. Daniel W. Kunz

Witness my hand & seal this day of

July 2000.

FLA Drivers Lic # K520 17946-430-0

Debra J. Malone

Notary Public

Expires:

