

TRANSMITTAL LETTER
N00000006 389

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

FILED
00 SEP 25 PM 1:19

DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

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-09/25/00--01146--005
*****87.50 *****87.50

SUBJECT: SPIRIT EDUCATION AND RESEARCH CENTER OF ORLANDO, INC.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and ^{two} ~~one~~ (2) 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: JOHN J. KELLY
Name (Printed or typed)

687 CEDAR FOREST CIRCLE
Address

ORLANDO, FL 32828
City, State & Zip

407-207-8017
Daytime Telephone number

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

D. BROWN SEP 26 2000

ARTICLES OF INCORPORATION
OF
SPIRIT EDUCATION AND RESEARCH CENTER OF ORLANDO, INC.

FILED
00 SEP 25 PM 1:19
CLERK OF DISTRICT COURT
STATE OF FLORIDA

In Compliance with Chapter 617 of the Florida Statutes, the undersigned incorporator, for the purpose of forming a not-for-profit Corporation, hereby adopts the following Articles of Incorporation.

ARTICLE I: NAME

The name of the corporation shall be:

Spirit Education and Research Center of Orlando, Inc.

ARTICLE II: PRINCIPAL OFFICE

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

9319 East Colonial Drive
Orlando, FL 32817

ARTICLE III: PURPOSE

PURPOSE: The purpose for which the corporation is organized is the transaction of any or all lawful business for which nonprofit (not-for-profit) corporations may be incorporated under the laws of the State of Florida, as they may be amended from time to time. The corporation is being formed for the exempt purposes identified in Section 501(c)(3) of the Internal Revenue Code of the United States (or the corresponding provisions of any future United States Internal Revenue Law) and set forth in the following paragraphs addressing the Character of Affairs; specifically, educational, scientific and charitable. The purpose of the organization is limited to those exempt purposes identified in Section 501(c)(3) of the Internal Revenue Code of the United States (or the corresponding provisions of any future United States Internal Revenue Law). The organization's assets will be dedicated to an exempt purpose.

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, directors, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for the services rendered and to make payments and distributions in furtherance of the purposes set forth in Article IV. No substantial part of the activities of the corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation, 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 provision of these Articles, the corporation shall not carry on any other activities not permitted to be carried on: (a) by a corporation exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code of the United States (or the corresponding provisions of any future United States Internal Revenue Law), or: (b) by a corporation, contributions to which are deductible under Section 501(c)(3) of the Internal Revenue Code of the United States (or the corresponding provisions of any future United States Internal Revenue Law).

CHARACTER OF AFFAIRS: This corporation intends to initially conduct the following interrelated affairs:

- (1) Religious: The roots of this organization are spiritually based. Educational and research activities are either directly or indirectly linked to spiritual beliefs, spiritual teachings, spiritual healing, and similar spiritual activities.
- (2) Education: The instruction and training of individuals for the purpose of improving or developing his or her capabilities so as to provide a continuing and expanding benefit to the community.
- (3) Scientific: Research directed toward benefiting the public and carried on for the purpose of aiding in the education of students of the spiritual sciences, developing or obtaining related scientific information that is published in a form that is available to interested parties, and expanding the existing body of knowledge in the spiritual sciences.
- (4) Charitable: Charitable activities (information and services) related to the advancement of spirit or spiritual education, science and technology, spiritual healing arts, and interrelated philosophical knowledge and understanding.

The preceding statements are not intended to limit the character of affairs which the corporation ultimately conducts, although all such affairs shall be consistent with all existing and amended statutory requirements and limitations of the applicable laws of the State of Florida and United States Codes for nonprofit corporations.

DISSOLUTION AND PERMANENT DEDICATION OF ASSETS: The organization's assets will be dedicated to an exempt purpose. Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of its assets exclusively for the purposes of the corporation in such manner, or to such organizations organized and operated exclusively for charitable, educational, religious or scientific purpose as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of the United States (or the corresponding provisions of any future United States Internal Revenue Law) as the Board of Directors shall determine. Any such assets not disposed of shall be disposed of by the Superior Court of the county in which the principal office of the corporation is then located, exclusively for such purpose or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purpose.

ARTICLE IV: MANNER OF ELECTION

The manner in which the directors are elected or appointed:

The initial Board of Directors has been appointed for a period not to exceed one year until the first formal annual meeting. The Board of Directors will meet on an annual basis to reaffirm existing directors or to appoint new directors. New directors will be appointed based on a majority vote of the existing directors.

Any power of indemnification under the Florida Statutes shall not be denied or limited by the bylaws of this corporation.

ARTICLE V: INITIAL DIRECTORS/OFFICERS

The name and addresses:

JOHN J. KELLY, Executive Director, 687 Cedar Forest Circle, Orlando, FL 32828
A. MARGARET KELLY, Director, 687 Cedar Forest Circle, Orlando, FL 32828
EDNA VELEZ, Director, 3513 Monica Parkway, Sarasota, FL 34235

ARTICLE VI: INITIAL REGISTERED AGENT AND STREET ADDRESS

The **name and Florida street address** of the registered agent is:

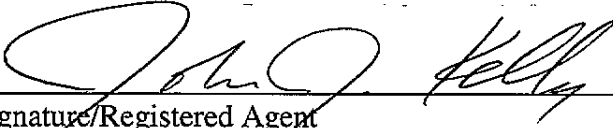
John J. Kelly
687 Cedar Forest Circle
Orlando, FL 32828

ARTICLE VII: INCORPORATOR

The **name and address** of the Incorporator is:

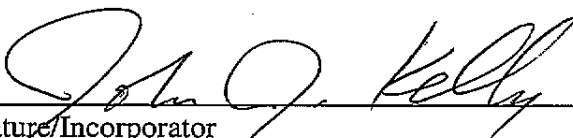
John J. Kelly
687 Cedar Forest Circle
Orlando, FL 32828

Having been named as a 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.



Signature/Registered Agent
NAME: JOHN J. KELLY
TITLE: Executive Director

9-23-00
Date



Signature/Incorporator
NAME: JOHN J. KELLY
TITLE: Executive Director

9-23-00
Date

RECEIVED
00 SEP 25 PM 1:19
CLERK OF STATE
TALLAHASSEE, FLORIDA