

Division of Corporations

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Florida Department of State

Division of Corporations

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Division of Corporations
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From:

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA NON-PROFIT CORPORATION

Tien Tao Institute, Inc.

Certificate of Status	0
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T. SMITH DEC 05 2000

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ARTICLES OF INCORPORATION
of
TIEN TAO INSTITUTE, INC.
(A Florida Not For Profit Corporation)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, a citizen of the United States, for the purpose of forming a corporation under the FLORIDA NOT FOR PROFIT CORPORATION ACT, hereby adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of this corporation shall be:

TIEN TAO INSTITUTE, INC.

ARTICLE II-PRINCIPAL OFFICE

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

566 WECHSLER CIRCLE, ORLANDO, FL 32824

ARTICLE III - PURPOSE

The specific purpose(s) for which the corporation is organized are:

This corporation 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 the corresponding section of any future federal tax code.

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ARTICLE IV - POWERS

This corporation shall have and exercise all rights and powers conferred on corporations not for profit generally under the laws of the State of Florida. Provided, however, that the corporation is not empowered to engage in any activity which is not itself in furtherance of its purposes as set forth in paragraphs (a) and (b) of this Article, nor is it empowered to engage in any activities mentioned in paragraphs (d) and (e) of this Article.

For the purpose of carrying out its objects and purposes, the corporation may acquire, receive and hold in its own name, by purchase, gift, grant or bequest, any real or personal property, and may transfer, sell, mortgage, convey, let or otherwise use the same subject to and in accordance with these articles of incorporation and any bylaws of the corporation hereafter adopted, consistent with the purposes for which the corporation is formed.

ARTICLE V - NON-STOCK CORPORATION

This corporation is organized upon a non-stock basis and shall not issue shares of stock. No dividend shall be paid, and no part of the income of the corporation shall be distributed to its members, directors, or officers.

ARTICLE VI - NO PRIVATE BENEFITS

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation 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 Article III hereof. No substantial part of the activities of the corporation shall be 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 or in opposition to 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, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE VII - TERM OF EXISTENCE

This corporation shall have perpetual existence, commencing upon filing of these Articles.

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***ARTICLE VIII - REGISTERED AGENT
and
INITIAL REGISTERED OFFICE***

The Registered Agent and the street address of the initial registered office of this Corporation in the state of Florida shall be:

**TE YOW WANG
566 WECHSLER CIRCLE
ORLANDO, FL 32824**

The board of Directors, from time to time, may move the Registered Office to any other address in the State of Florida and may change the registered agent.

ARTICLE IX - MEMBERSHIP

The qualifications for members and the manner of their admission, the different classes of membership, the voting and other rights and privileges of members and the termination of membership, shall be as regulated by the by-laws.

ARTICLE X - BOARD OF DIRECTORS

This corporation shall have FIVE (5) Directors constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time as set forth in the By-laws adopted by the Board of Directors, but shall never be less than three (3).

ARTICLE XI - INITIAL DIRECTORS

The names of the initial directors of this Corporation and their street addresses are:

**TE YOW WANG
566 WECHSLER CIRCLE
ORLANDO, FLORIDA 32824**

**PETER LEE
926 BEACH BREZE DRIVE
ORLANDO, FLORIDA 32835**

**ERIC S. CHAN
10193 BRANDON CIRCLE
ORLANDO, FLORIDA 32836**

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YIN TIV UNG
5420 GAMBIER COURT
ORLANDO, FLORIDA 32839

WINTON KUO
5694 CRENSHAW STREET
TAMPA, FLORIDA 33634

The persons named as initial directors shall hold office for the first year of existence of this Corporation or until their successors are elected or appointed and have qualified, whichever occurs first. The manner in which directors are elected or appointed shall be as regulated by the by-laws.

The written consent signed by a majority of the acting board of directors shall be deemed the act of the board of directors, without the necessity of notice or meeting thereon.

ARTICLE XII - OFFICERS

The officers of this Corporation shall be a President, Vice President, Secretary and Treasurer, and any other office as the Board of Directors may deem necessary. Any two or more offices may be held by the same person. Officers shall be elected and serve at the pleasure of the Board of Directors.

ARTICLE XIII - INCORPORATOR

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

TE YOW WANG
566 WECHSLER CIRCLE
ORLANDO, FLORIDA 32824

ARTICLE XIV - AMENDMENTS

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the members is subject to this reservation. Amendments may be made by the written consent of a majority of the board of directors, without a meeting.

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ARTICLE XV - INDEMNIFICATION

This corporation shall indemnify any officer, director, employee or agent, and any former officer, director, employee or agent, to the full extent permitted by law.

ARTICLE XVI - DISSOLUTION

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the 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 a Court of Competent Jurisdiction of the county in which the principal office of the corporation is 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.

IN WITNESS WHEREOF, the undersigned incorporator has subscribed and executed these Articles of Incorporation this 25 day of October, 2000.

Te Yow Wang
Te Yow Wang

Having been named 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.

Te Yow Wang Dated the 25 day of October, 2000

This instrument was prepared by: GWS SIMPSON III, ESQUIRE, 431 CANAL ST., NEW SMYRNA BEACH, FL 32168

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TALLAHASSEE, FLORIDA