

NO10000000443

LAW OFFICES

WILLIAMS, SMITH & SUMMERS, P.A.

380 WEST ALFRED STREET

TAVARES, FLORIDA 32778-3298

CHRISTOPHER J. SMITH

GARY L. SUMMERS

ROBERT Q. WILLIAMS

TELEPHONE:

(352) 343-6655

FAX (352) 343-4267

January 15, 2001

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

800003553358--9
-01/18/01--01029--023
*****78.75 *****78.75

Re: **THE SOUL-UTION CENTER, INC.**

Dear Sir or Madam:

Enclosed are the original and one copy of the Articles of Incorporation for **THE SOUL-UTION CENTER, INC.** If the Articles meet with your approval, please file them and return the copy to our office with a stamp showing that it has been filed.

Enclosed is a check to cover the costs of this corporation, which are as follows:

\$ 35.00	Filing fee
8.75	Certificate of Status
<u>35.00</u>	Registered Agent Designation
 \$ 78.75	 Total

Thank you for your cooperation in this matter.

Sincerely,



Gary L. Summers

FILED
01 JAN 18 AM 9:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

GLS/ab
Enclosures

c: Andrea C. Purdon

ARTICLES OF INCORPORATION

OF

THE SOUL-UTION CENTER, INC.

FILED

01 JAN 18 AM 9:06

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporators file these Articles of Incorporation in order to form a corporation under the Florida Not-For-Profit Corporation Act.

ARTICLE I

CORPORATE NAME, PRINCIPAL OFFICE AND MAILING ADDRESS

The name of the corporation is THE SOUL-UTION CENTER, INC.

The street address of the principal office of this corporation is 37940 Apiary Road, Grand Island, Florida, 32735. The mailing address of this corporation is P.O. Box 243, Mount Dora, Florida 32756-0243.

ARTICLE II

CORPORATE NATURE

This is a non-profit corporation, organized solely for general religious, charitable, and educational purposes pursuant to the Florida Not-for-Profit Corporation Act set forth in Chapter 617 of the Florida Statutes.

ARTICLE III

DURATION OF THE CORPORATION

The term of existence of this corporation is perpetual.

ARTICLE IV

GENERAL AND SPECIFIC PURPOSES

The specific and primary purposes for which this corporation is formed are:

(a) To operate and maintain a spiritual center for people of all God-based faiths;

(b) To work for the advancement of and to promote spiritual development and to carry out any other related or corresponding spiritual, charitable, or educational purposes by the distribution of its funds for such purposes;

(c) To promote healing, wholeness, knowledge, empowerment and spiritual growth in individuals.

(d) To provide and promote alternative healing modalities for individuals, including, without limitation, prayer, meditation, spiritual counseling, education and mentoring.

(e) To operate exclusively always in any other manner for such religious, charitable, and educational purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or under any corresponding provisions of any subsequent federal tax laws, covering tax exempt organizations under the Internal Revenue Code, including private foundations and private operating foundations.

ARTICLE V

MANAGEMENT OF CORPORATE AFFAIRS

(a) Board of Trustees. The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Trustees. The number of initial Trustees shall be four (4), and the number of Trustees shall never be less than three (3). Subject to the minimum number of Trustees established in these Articles, the number of Trustees may be increased or decreased from time to time as provided for in the bylaws.

The names and addresses of the initial members of the Board of Trustees are as follows:

Andrea C. Purdon
37940 Apiary Road
Grand Island, Florida 32735

Mary Rose Gray
807 Fahnstock Street
Eustis, Florida 32726

Cindy McGeary
26520 Oak Shadow Lane
Mount Dora, Florida 32757

Diana Kay Reed
16738 County Road 448
Mount Dora, Florida 32757-9600

(b) Qualifications of Trustees and Officers. Only members of the corporation shall be qualified to serve as Trustees and officers.

(c) Election of Trustees. The Trustees shall be elected in the manner provided in the bylaws.

ARTICLE VI

EARNINGS AND ACTIVITIES OF CORPORATION

(a) 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 IV hereof.

(b) 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.

(c) Notwithstanding any other provisions 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 1986 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code of 1986 (or corresponding provision of any future United States Internal Revenue Code).

(d) Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

ARTICLE VII

DISTRIBUTION OF ASSETS

Upon dissolution of the corporation, the Board of Trustees shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Code), as the Board of Trustees shall determine or to the federal, 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 in the county in which the principal office of the corporation is then located, exclusively for such purpose or to such organization or organizations as such court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE VIII

MEMBERSHIP

Qualifications for membership in the corporation, and the manner of admission of members, shall be as regulated by the bylaws for the corporation.

ARTICLE IX

INCORPORATORS

The names and street addresses of the incorporators of this corporation are as follows:

Andrea C. Purdon
37940 Apiary Road
Grand Island, Florida 32735

Mary Rose Gray
807 Fahnstock Street
Eustis, Florida 32726

Cindy McGeary
26520 Oak Shadow Lane
Mount Dora, Florida 32757

Diana Kay Reed
16738 County Road 448
Mount Dora, Florida 32757-9600

ARTICLE X

AMENDMENT OF BYLAWS

Subject to the limitations contained in the bylaws, and any limitations set forth in the Florida Not-for-Profit Corporation Act, concerning corporate action that must be authorized or approved by the members of the corporation, the bylaws of this corporation may be made, altered, rescinded, added to, or new bylaws may be adopted, either by a resolution of the Board of Trustees, or by following the procedure set forth therefor in the bylaws.

ARTICLE XI

DECLARATION OF ASSETS

The property of this corporation is irrevocably dedicated to religious, charitable, and educational purposes, and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer or member thereof, or to the benefit of any private individual, except as stated in Article VI (a).

ARTICLE XII

REGISTERED AGENT AND OFFICE

The name and address of the registered agent and office of this corporation are as follows:

Andrea C. Purdon
37940 Apiary Road
Grand Island, Florida 32735

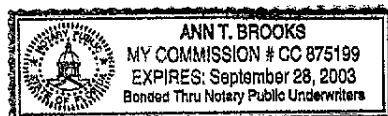
The undersigned, being the incorporators of this corporation, for the purpose of forming this non-profit corporation under the laws of the State of Florida, have executed these articles of incorporation this 8 day of January, 2001.

Andrea C. Purdon
Andrea C. Purdon
Incorporator

STATE OF FLORIDA
COUNTY OF LAKE

The foregoing Articles of Incorporation were acknowledged before me this 8th day of January, 2001, by Andrea C. Purdon, as Incorporator, ☒ who is personally known to me or, ☐ who has produced _____ as identification.

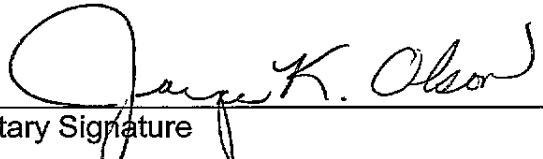
Ann T. Brooks
Notary Signature
ANN T. BROOKS
Printed Notary Signature
My Commission Expires:



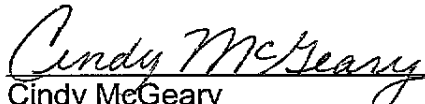

Mary Rose Gray
Incorporator

STATE OF WISCONSIN
COUNTY OF WALWORTH

The foregoing Articles of Incorporation were acknowledged before me this
11th. day of January, 2001, by Mary Rose Gray, as Incorporator, []
who is personally known to me or, [] who has produced Drivers License
as identification.

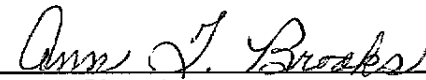

Notary Signature
Joyce K. Olson

Printed Notary Signature
My Commission Expires: 8/24/03

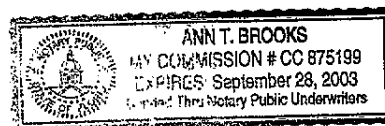

Cindy McGeary
Incorporator

STATE OF FLORIDA
COUNTY OF LAKE

The foregoing Articles of Incorporation were acknowledged before me this
8th day of Jan., 2001, by Cindy McGeary, as Incorporator, [] who is personally
known to me or, [] who has produced Her Drivers License as identification.


Notary Signature

ANN T. BROOKS
Printed Notary Signature
My Commission Expires:



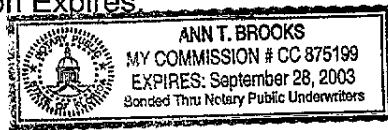
Diana Kay Reed
Diana Kay Reed
Incorporator

STATE OF FLORIDA
COUNTY OF LAKE

The foregoing Articles of Incorporation were acknowledged before me this 8th day of January, 2001, by Diana Kay Reed, as Incorporator, [], who is personally known to me or, [] who has produced Her Drivers License as identification.

Ann T. Brooks
Notary Signature

ANN T. BROOKS
Printed Notary Signature
My Commission Expires:



I HEREBY ACCEPT the appointment as registered agent for THE SOUL-UTION CENTER, INC., and state that I am familiar with the obligations of the position of registered agent for the corporation.

By: Andrea C. Purdon
Andrea C. Purdon
Registered Agent