

NOI 000002358  
FILED

Law Office

of

G.W.S. SIMPSON III, P.A.

431 Canal Street, New Smyrna Beach, Florida 32168 (904) 427-2360

01 MAR 30 PM 4:44

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

March 28, 2001

Department of State  
Division of Corporations  
PO Box 6327  
Tallahassee, FL 32314

(for Overnight Delivery:  
409 East Gaines Street)  
Tallahassee, FL 32301

900003932709--4  
-04/02/01--01016--003  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Re: Filing of Articles of Incorporation for: TIEN - DAO CULTURE OF MERCIFUL LOTUS, INC

Dear Sir:

Enclosed please find for filing the below listed documents along with the fees associated therewith:

CORPORATE FILING FEES:	\$	35.00
RESIDENT AGENT DESIGNATION FEE:		35.00
TOTAL FEES:	\$	70.00 U.S.

Please file the enclosed articles and resident agent designation, and return to me a NON-certified copy after filing of the articles, along with your letter assigning the document number. Enclosed is a copy of the Articles and a copy of the Designation of Registered Agent for returning to me marked filed.

Please call immediately if there is any problem with this request.

Very truly yours,

G. W. S. Simpson III

enclosures:

- \_\_\_ Articles of Incorporation for TIEN - DAO CULTURE OF MERCIFUL LOTUS, INC
- \_\_\_ Copy of Articles
- \_\_\_ Check in Amount of \$ 70.00, # 2211

D. WHITE APR - 3 2001

**FILED**

**ARTICLES OF INCORPORATION**  
of

01 MAR 30 PM 4: 44

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**Tien - Dao Culture of Merciful Lotus, Inc.**

**(A Florida Not For Profit Corporation)**

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

***ARTICLE I - NAME***

The name of this corporation shall be: *Tien - Dao Culture of Merciful Lotus, Inc*

***ARTICLE II-PRINCIPAL OFFICE***

The principal place of business and mailing address of this corporation shall be: 1363 E. Crisafulli Road, Merritt Island, FL 32953

***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.

***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, not 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 Third 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.

## ***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:

***HOW YUNG LEW  
1363 E. CRISAFULLI ROAD  
MERRITT ISLAND, FL 32953***

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

## ***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 six (6) 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:

How Yung Lew, 1363 E. Crisafulli Road, Merritt Island, FL 32953  
Zhen Quan Pang, 1536 E. Palmwood Drive, Melbourne, FL 32935  
Hw Giog Yang, 1536 E. Palmwood Drive, Melbourne, FL 32935  
Vincent K. Lew, 1363 E. Crisafulli Road, Merritt Island, FL 32953  
Wendy Chun Mei Chen, 1819 Elmwood Drive, Melbourne, FL 32935  
May Feng Mei Chen, 1819 Elmwood Drive, Melbourne, FL 32935

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.

## ***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 - INITIAL OFFICERS***

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

President	How Yung Lew, 1363 E. Crisafulli Road, Merritt Island, FL 32953
Vice President	Zhen Quan Pang, 1536 E. Palmwood Drive, Melbourne, FL 32935
Secretary	Vincent K. Lew, 1363 E. Crisafulli Road, Merritt Island, FL 32953
Treasurer	Hw Giog Yang, 1536 E. Palmwood Drive, Melbourne, FL 32935

## ***ARTICLE XIV - INCORPORATOR***

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

**HOW YUNG LEW**  
**1363 E. CRISAFULLI ROAD**  
**Merritt Island, FL 32953**

### *ARTICLE XV - 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 shareholders is subject to this reservation. Amendments may be made by the written consent of a majority of the board of directors, without a meeting.

### *ARTICLE XVI - 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 XVII - 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.

26 IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this day of March, 2001.

X How Yung Lew  
How Yung Lew

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.

X How Yung Lew Dated the 26 day of March, 2001.  
How Yung Lew