

Division of Corporations

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From:
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FLORIDA NON-PROFIT CORPORATION

The Barbara Brennan Center for Research and Healing,

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ARTICLES OF INCORPORATION
OF
THE BARBARA BRENNAN INTERNATIONAL CENTER FOR RESEARCH AND HEALING, INC.

ARTICLE I - NAME

The name of this corporation is The Barbara Brennan International Center for Research and Healing, Inc.

ARTICLE II - PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of this corporation are:

500 N.E. Spanish River Boulevard
Suite 6
Boca Raton, Florida 33431.

ARTICLE III - PURPOSE

The corporation is organized exclusively for religious, charitable, scientific, literary, and/or educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code"), and, in particular, for the following purposes:

To engage in scientific research related to energy healing, including: (1) conducting formal clinical research into the efficacy and mechanism of energy healing, including Brennan Healing Science, at various hospitals and other health care institutions; (2) developing and maintaining a central research resource database supplying the public at large and health care practitioners information on clinical trials and energy-healing in general;

To aid in educating the public on health-related issues by: (1) disseminating the energy-healing research of the corporation to the public through newsletters, journal articles, public and professional speaking forums, and brochures that both describe the Brennan Healing Science and other alternative healing practices and their health-related benefits, and (2) granting scholarships to qualified students interested in studying Brennan Healing Science;

To promote public health and prevent disease by operating Brennan Healing Science clinics offering free and/or below-cost services to indigent patients and communities in crisis; and

To do each and every thing necessary, suitable, or proper for the accomplishment of any of the purposes or the attainment of any one or more of the objects enumerated in these Articles, or that shall at any time appear conducive to or expedient for the protection or benefit of the corporation.

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In furtherance and not in limitation of the general powers conferred by the laws of the State of Florida and the objects and purposes set forth in these Articles, it is expressly provided that to such extent as a nonprofit corporation organized under the Florida Not For Profit Corporation Act, as set forth in Chapter 617 of the Florida Statutes, may now or in the future lawfully do, the corporation shall have the power to do, either as principal or agent and either alone or in connection with other corporations, firms, or individuals, all and everything necessary, suitable, convenient, or proper for, in connection with, or incident to, the accomplishment of any of the purposes or the attainment of any one or more of the objects enumerated in these Articles, or designed directly or indirectly to promote the interests of the corporation or to enhance the value of its properties; and in general to do any and all things and exercise any and all powers, rights, and privileges that a corporation may now or in the future be authorized to do or to exercise under the Florida Not For Profit Corporation Act or under any act amending, supplementing, or substituting for such act.

The provisions of this Article III shall be construed both as purposes and powers and each as an independent purpose and power. The specific purposes and powers enumerated above shall, except when otherwise provided in this Article III, in no way be limited or restricted by reference to, or inference from, the terms of any provision of this or any other Article of these Articles of Incorporation.

Notwithstanding any other provision of these Articles, this corporation will only carry on activities permitted to be carried on by (a) a corporation exempt from federal income tax under Section 501(c)(3) of the Code or the corresponding provision of any future United States internal revenue law, or (b) a corporation, contributions to which are deductible under Section 170(c)(2) of the Code or any other corresponding provision of any future United States internal revenue law.

ARTICLE IV - MANNER OF ELECTION

Directors, except for the initial Board of Directors and except for Barbara Brennan, who shall hold a lifetime position on the Board of Directors, shall be elected by the majority vote of all members of the Board of Directors serving at such time. Each Director, except for the members of the initial Board of Directors, shall be elected to serve for a three year term and until his/her successor shall have been duly elected and qualified or, if earlier, until his/her death, resignation, or removal in accordance with the Bylaws of the corporation. The Directors' terms shall be staggered such that, as nearly as practical, the terms of office of one-third of the then serving Directors expire in any one year. Notwithstanding the foregoing provisions of this section to the contrary, one or more of the Directors elected to succeed the members of the initial Board of Directors may be elected for one, two, or three year terms in order to achieve a staggered expiration of their terms. A Director may serve one or more terms of office.

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ARTICLE V -- BOARD OF DIRECTORS AND OFFICERS

The initial Board of Directors of this corporation shall be comprised of four (4) persons. The number of directors may be either increased or decreased from time to time as provided for in the Bylaws of the corporation, but shall never be fewer than three (3). The name and address of the initial directors/officers of this corporation are:

Barbara Brennan
President and Director
2774 Ocean Blvd. #106
Palm Beach, Fl 33380

Sherry Pae
Vice President and Director
210 White Dogwood Drive
Etters, Pa 17319

Bonnie Brandt
Director
1109 Southwest 18th Court
Ft. Lauderdale, Florida 33315

Timothy Lowry
Secretary/Treasurer/Director
254 Noland Drive
Hamilton, Montana 59840

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is:

500 N.E. Spanish River Boulevard
Suite 6
Boca Raton, Florida 33431;

and the name and address of the initial registered agent of this corporation are:

Barbara Brennan
500 N.E. Spanish River Boulevard
Suite 6
Boca Raton, Florida 33431.

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ARTICLE VII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation as incorporator are:

Barbara Brenman
500 N.E. Spanish River Boulevard
Suite 6
Boca Raton, Florida 33431.

ARTICLE VIII - COMMENCEMENT AND DURATION

This corporation shall commence on the date on which these Articles of Incorporation are filed with the Secretary of State of Florida and shall have perpetual duration thereafter until dissolved in accordance with the corporation's Bylaws.

ARTICLE IX - BYLAWS

In furtherance and not in limitation of the powers conferred by the laws of Florida, the Board of Directors is expressly authorized and empowered to make, alter, amend, and repeal the Bylaws of the corporation in any respect not inconsistent with the laws of the State of Florida or with these Articles of Incorporation.

ARTICLE X - INDEMNIFICATION

This corporation shall indemnify any officer, director, or incorporator, or any former officer, director, or incorporator, of this corporation to the fullest extent permitted by law.

ARTICLE XI - RESTRICTION ON INUREMENT

The property of this corporation is irrevocably dedicated to charitable 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, or to the benefit of any private individual.

ARTICLE XII - DISTRIBUTIONS AFTER DISSOLUTION

On the dissolution or winding up of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the corporation, shall be distributed to a not for profit fund, foundation, or corporation that is organized and operated exclusively for

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charitable purposes and that has established its tax exempt status under Section 501(c)(3) of the Code, or any other corresponding provision of any future United States internal revenue law.

ARTICLE XIII - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, in accordance with the Bylaws.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation as incorporator thereof and in acceptance of her appointment as registered agent therein as of the 15 day of September, 2002.



Barbara Brennan, Incorporator and Registered Agent

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TALLAHASSEE, FLORIDA