

NO2000008212

Annie McKinney
(Requestor's Name)

630 West Brevard Street
(Address)

(Address)

Jallahsee, FL 32304
(City/State/Zip/Phone #)

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Infinite Wellness Ministries, INC
(Business Entity Name)

(Document Number)

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10/25/02

ARTICLES OF INCORPORATION
OF
INFINITE WELLNESS MINISTRIES, INC.

The undersigned natural person of age twenty-one (21) years or more, acting as incorporator of a corporation, not for profit, adopts the following Articles of Incorporation for such Corporation pursuant to Chapter, 617.Of Title 34 of the Statues of the State of Florida.

ARTICLE I
NAME

The name of the Corporation shall be Infinite Wellness Ministries, Inc.

ARTICLE II
DURATION

The term of the Corporation shall be perpetual.

ARTICLE III
INITIAL REGISTERED OFFICE AND AGENT

The address of the Corporation's initial principle office is 630 West Brevard Street, Tallahassee, Florida 32304. The Board of Directors may establish branch offices at other addresses in Florida.

The registered agent of the Corporation is Annie McKinney, whose address is 630 West Brevard Street, Tallahassee, Florida 32304.

ARTICLE IV
CORPORATE SEAL

The Corporate Seal of the Corporation shall have inscribed thereon the name of the Corporation, the year of its incorporation and the words "CORPORATE SEAL" and FLORIDA."

ARTICLE V
PURPOSE

The purpose for which the corporation is organized is exclusively for educational, charitable and scientific that are described in Section 501(c) (3) of the Internal Revenue Code of 1986 as it is currently and shall hereafter be enforced and effect (or the corresponding provision of any future United States Internal Revenue Law).

1. To provide comprehensive healing ministries, wellness services and spiritual awareness programs to facilitate balance in body, mind and spirit.

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2. To teach spiritual mind healing, methods for utilization by those desiring healing and want to live healthier and longer lives.
3. To offer courses, classes, workshops, seminars, conferences and personal sessions to individuals and groups.
4. To offer natural health and healing products, books, wellness publications, audio, video and cd productions.
5. To teach, educate, train and recognize others as facilitators in the total healing and wellness concept that encourages healthy eating, internal cleansing (detoxification) food supplements, regular exercise, positive thinking and a daily spiritual mind healing session.

In furtherance, but not in limitation of the forgoing purposes, the Corporation shall have the power and authority;

1. To receive donations, assistance, money (as grants or otherwise), real or personal property and any other form of contribution, gifts, bequest or devise from any person, firm or corporation to be utilized in the furtherance of the necessary, objects and purposes of this Corporation; to enter into agreements or contracts for contributions to the Corporation for its objects and purposes, provide however, that gifts shall be subject to acceptance by the Board of Directors as required by the bylaws.
2. To distribute, in the manner, form and method, and by means determined by the Board of Directors of this corporation, and all forms of contributions received by it in carrying out the programs of the corporation in furtherance of its stated purposes. Money and real or personal property contributed to the corporation in furtherance of those objects and purposes are and shall continue to be impressed with a trust for such purposes.
3. Each and all of the objects, purposes and powers of the Corporation, however, shall be exercised, construed and limited in their application to accomplish the purpose for which this Corporation is formed.

ARTICLE VI MEMBERS

The Corporation shall not have members.

ARTICLE VII LIMITATION

1. Notwithstanding any other provision of these articles, this corporation shall not carry on any activities not permitted to be carried on by an organization exempt from Federal Income tax under Section 501(c) (3) of the Internal Revenue code of 1986 or the corresponding provisions of any future United States Internal Revenue Law.

2. The Corporation shall not carry on propaganda or otherwise attempt in any way to influence legislation or participate or intervene in (including the publishing or distribution of statement), any political campaign on behalf of any candidate for public office.
3. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributed to its Directors, or officers, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services render to make payments and distributions in furtherance of the purpose set forth above.

ARTICLE VIII DISSOLUTION

The regulation of internal affairs of the Corporation, including the distribution of assets on dissolution, shall be provided for in the by-laws and shall include that:

- (1) Upon dissolution of the Corporation or winding down of its affairs, the assets of the Corporation shall be applied and distributed as follows:
 - (a) All liabilities and obligations of the Corporation shall be paid, satisfied and discharged, or adequate provision shall be made;
 - (b) Assets held by the Corporation upon condition requiring, return, transfer or conveyance, which condition occurs by reason of the dissolution or winding down, shall be returned, transferred or conveyed in accordance with such requirements; and
 - (c) All remaining assets not disposed of under either of the proceeding paragraphs (a) or (b) shall be transferred or conveyed to one or more religious, charitable, education or scientific organizations (i) which are described in Section 509 (a) (1), (2), or (3), and (ii) to which deductible contributions can be made under Section 170 (c) (2), 2522 (a) (2), as the Board of Directors shall select.

ARTICLE IX INDEMNIFICATION

Every director and officer of the Corporation shall be indemnified by the Corporation against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed in connection with any proceeding or any settlement of any proceeding (including any appeal thereof) to which a director may be a party or may become involved by reason of being having been a director or officer at such expense incurred, except when the director or officer is adjudged guilty of, or liable for, willful misfeasance in the performance of duties; provided that in the event of a settlement before entry of judgment, the indemnification shall apply only when the Board of Directors approves such settlement and reimbursement as being in the best interest of the corporation. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such director or officer, director and agent of the Corporation in amounts determined from time to time by the Board.

ARTICLE X
BOARD OF DIRECTORS

Management. The management of the Corporation shall be vested in a Board of Directors. The number of Directors constituting the initial Board of Directors is three (3). The number of directors may be increased from time to time in accordance with the Bylaws, but shall never be less than (3). The Directors shall elect the officers of the Corporation in the manner prescribed by the Bylaws. Directors shall be elected in accordance with the Bylaws.

The name and address of each Director of the Corporation is as follows:

Annie McKinney
630 West Brevard Street
Tallahassee, Florida 32304

Willie Coyle
104 Curry Circle
Troy, Alabama 36081

Daniel Blackman, Jr.
1722 West 17th Street, Apt. E 201
Panama City, Florida 32405

ARTICLE XI
OFFICERS

The officers of the Corporation shall consist of a President, Vice-President, Secretary-Treasurer, and such other officers as may be provided in the Bylaws. The name and address of each initial Officer of the Corporation is as follows:

Annie McKinney, President
630 West Brevard Street
Tallahassee, Florida 32304

Willie Coyle, Secretary-Treasurer
104 Curry Circle
Troy, Alabama 36081

Daniel Blackman, Jr., Vice-President
1722 West 17th Street, Apt. E 201
Panama City, Florida 32405

ARTICLE XII
INCORPORATION

The name and address of the subscriber to these Articles of Incorporation is:

Annie McKinney
630 West Brevard Street
Tallahassee, Florida 32304

ARTICLE XIII
AMENDMENT

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them. The Articles of incorporation shall be amended in accordance with the Bylaws and provisions of the laws of the State of Florida.

ARTICLE XIV
FISCAL YEAR

The fiscal year of the Corporation shall begin January 1 and end December 31 of each calendar year.

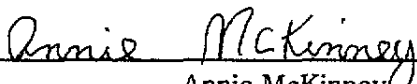
ARTICLE XV
TERRITORY

The territory in which the operation of the Corporation is principally to be conducted is the State of Florida and may serve the needs of other communities as the Board from time to time may deem necessary.

ARTICLE XVI
RULES OF ORDER

The rules contained in the current edition of Robert Rules of Order, newly revised, shall govern all meetings of the Corporation.

The undersigned do acknowledge these Articles of Incorporation and accordingly have hereunto set hands this 25 day of October, A.D. 2002.



Annie McKinney

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: Infinite Wellness Ministries, Inc.
2. The name and address of the registered agent and office is:

Annie McKinney

(Name)

630 West Brevard Street

(P. O. Box not acceptable)

Tallahassee, Florida 32304

(City/State/Zip)

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Having been named as registered agent and 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.

Annie McKinney
(Signature)

10-25-02
(Date)