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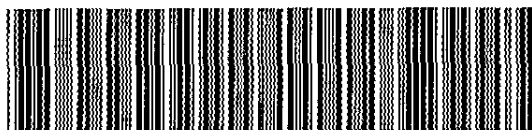
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CAPITAL CONNECTION, INC.

• 417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Qigong Research Foundation Inc

Signature _____

Requested by: _____

Name _____

Date 6/9/03

Time 9:30

Walk-In _____

Will Pick Up _____

- ☒ Art of Inc. File _____
- _____ LTD Partnership File _____
- _____ Foreign Corp. File _____
- _____ L.C. File _____
- _____ Fictitious Name File _____
- _____ Trade/Service Mark _____
- _____ Merger File _____
- _____ Art. of Amend. File _____
- _____ RA Resignation _____
- _____ Dissolution / Withdrawal _____
- _____ Annual Report / Reinstatement _____
- ☒ Cert. Copy _____
- _____ Photo Copy _____
- _____ Certificate of Good Standing _____
- _____ Certificate of Status _____
- _____ Certificate of Fictitious Name _____
- _____ Corp Record Search _____
- _____ Officer Search _____
- _____ Fictitious Search _____
- _____ Fictitious Owner Search _____
- _____ Vehicle Search _____
- _____ Driving Record _____
- _____ UCC 1 or 3 File _____
- _____ UCC 11 Search _____
- _____ UCC 11 Retrieval _____
- _____ Courier _____



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

June 9, 2003

CAPITAL CONNECTION, INC.

SUBJECT: QIGONG RESEARCH FOUNDATION, INC.
Ref. Number: W03000016423

We have received your document for QIGONG RESEARCH FOUNDATION, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6933.

Dale White
Document Specialist
New Filings Section

Letter Number: 503A00085922

RECEIVED
JUN 20 PM 2:32
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

RE-SUBMIT
PLEASE OBTAIN THE ORIGINAL
FILE DATE

**ARTICLES OF INCORPORATION
OF
QIGONG RESEARCH FOUNDATION, INC.**

FILED

03 JUN -9 AM 8:54

The undersigned subscriber to these Articles of Incorporation is natural person competent to contract and hereby form a non profit Corporation under chapter 617 of the Florida Statutes.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE 1 - NAME

The name of the Corporation is **QIGONG RESEARCH FOUNDATION, INC.**, (hereinafter "Corporation").

ARTICLE 2 - PURPOSE OF CORPORATION

The 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 3 - PROHIBITIONS

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 Second 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 4 - DIRECTORS (TRUSTEES)

The Director(s) (Trustee)(s) shall be elected by a majority vote of the Members of this Corporation. The Director(s) (Trustee)(s) of the Corporation shall be:

JAMES H. ROSENTHAL

2756 Fox Fire Court
Clearwater, Florida 33761

WILLIAM J. ROSENTHAL

2756 Fox Fire Court
Clearwater, Florida 33761

MATTHEW E. ROSENTHAL

3225 Arden Villas Blvd., Apt 28
Orlando, Florida 32817

The Director(s) of this Corporation may be referred to as Trustee(s), as determined by the By-Laws.

ARTICLE 5 - OFFICERS

The officers of the Corporation shall be:

President: JAMES H. ROSENTHAL
Secretary/Treasurer: JAMES H. ROSENTHAL

ARTICLE 6 - PRINCIPAL OFFICE

The principal office of this Corporation is 2756 Fox Fire Court, Clearwater, Florida 33756.

ARTICLE 7 - INCORPORATOR

The name and street address of the incorporator of this Corporation is:

JAMES H. ROSENTHAL
2756 Fox Fire Court
Clearwater, Florida 33756

ARTICLE 8 - TERM OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE 9 - CAPITAL STOCK

This Corporation shall have no capital stock and shall be composed of members rather than shareholders.

ARTICLE 10 - QUALIFICATIONS OF MEMBERSHIP

The categories of membership, qualifications for membership and the manner of admission shall be as set forth in and regulated by the By Laws of the Corporation.

ARTICLE 11 - VOTING RIGHTS

Members of the Corporation will have such voting rights as are provided in the By Laws of the Corporation.

ARTICLE 12 - LIABILITIES FOR DEBTS

Neither the members nor the members of the Board of Directors or officers of the Corporation shall be liable for the debts of the Corporation.

ARTICLE 13 - REGISTERED OFFICE AND REGISTERED AGENT

The initial address of registered office of this Corporation is JAMES H. ROSENTHAL, located at 2756 Fox Fire Court, Clearwater, Florida 33756. The name and address of the registered agent of this Corporation is JAMES H. ROSENTHAL, located at 2756 Fox Fire Court, Clearwater, Florida 33756.

ARTICLE 14 - EFFECTIVE DATE

These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State of Florida.

ARTICLE 15 - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Members, and approved at a Members meeting by a majority of the Members, unless all the Directors and all the Members sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE 16 - DISSOLUTION


Upon 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 public purpose. Any such assets not so disposed of shall be disposed of by the Court of Competent Jurisdiction of the county in which the principal office of the Corporation is then located, exclusively for such purposes.

ARTICLE 17 - MISCELLANEOUS

- 1) The corporation will distribute its income for each tax year at a time and in a manner as not to become subject to the tax on undistributed income imposed by section 4942 of the Internal Revenue Code, or the corresponding section of any future federal tax code.
- 2) The corporation will not engage in any act of self-dealing as defined in section 4941 (d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

- 3) The corporation will not retain any excess business holdings as defined in section 4943 (c) of the Internal Revenue Code, or the corresponding section of any future federal tax code.
- 4) The corporation will not make any investments in a manner as to subject it to tax under section 4944 of the Internal Revenue Code , or the corresponding section of any future federal tax code.
- 5) The corporation will not make any taxable expenditures as defined in section 4945 (d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

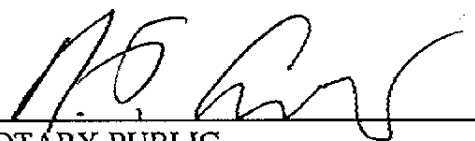
IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this June 6, 2003.

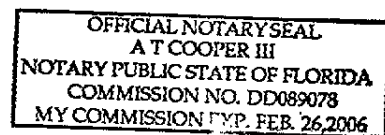

 JAMES H. ROSENTHAL, Incorporator

STATE OF FLORIDA)
 COUNTY OF PINELLAS)

BEFORE ME, a Notary Public authorized to take acknowledgments in the County and State set forth above, personally appeared JAMES H. ROSENTHAL, (check one) ☒ who is personally known to me, or ☐ who produced as identification _____ and to me known to be the person described in and who executed the foregoing Articles of Incorporation, and who acknowledged before me that he executed same, for the purposes expressed therein.

SWORN TO AND SUBSCRIBED before me in my presence this 6th day of June, 2003.



 NOTARY PUBLIC
 Print Notary Name:
 My Commission expires:



ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

FILED
03 JUN -9 AM 8:54
SECRETARY OF STATE
TALLAHASSEE FLORIDA

JAMES H. ROSENTHAL, having a home office identical with the registered office of the Corporation name above, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation, is familiar with and accepts the obligations of the position of Registered Agent under the applicable provisions of the Florida Statutes.

By: 
JAMES H. ROSENTHAL,
Registered Agent