

No 3 6000 10524

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

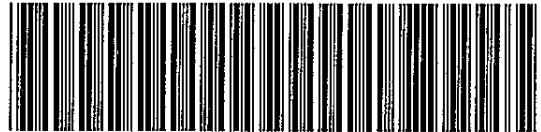
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



600062918966

01/09/06--01030--015 \*\*35.00

FILED

06 JAN -9 AM 9:29

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

AMENDED DEC  
DEC 17/06

**COVER LETTER**

TO: Amendment Section  
Division of Corporations

NAME OF CORPORATION: PANGEA Institute US, Inc

DOCUMENT NUMBER: NO3000010524

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

SCOTT MARLOWE  
(Name of Contact Person)

PANGEA Institute US, Inc  
(Firm/ Company)

504 Winter Park  
(Address)

Winter Haven, FL 33881  
(City/ State and Zip Code)

For further information concerning this matter, please call:

SCOTT MARLOWE at ( 863 ) 604-0630  
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

☒ \$35 Filing Fee

☐ \$43.75 Filing Fee &  
Certificate of Status

☐ \$43.75 Filing Fee &  
Certified Copy  
(Additional copy is  
enclosed)

☐ \$52.50 Filing Fee  
Certificate of Status  
Certified Copy  
(Additional Copy  
is enclosed)

**Mailing Address**  
Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**Street Address**  
Amendment Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

Articles of Amendment  
to  
Articles of Incorporation  
of

PANGEA Institute US, INC

(Name of corporation as currently filed with the Florida Dept. of State)

NO3 0000 10524

(Document number of corporation (if known))

Pursuant to the provisions of section 607.1006, Florida Statutes, this *Florida Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

**NEW CORPORATE NAME (if changing):**

NO CHANGE

(Must contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.")  
(A professional corporation must contain the word "chartered", "professional association," or the abbreviation "P.A.")

**AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE)** Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: **(BE SPECIFIC)**

- See Attachments -

(Attach additional pages if necessary)

If an amendment provides for exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself: (if not applicable, indicate N/A)

- NO change -

(continued)

06 JAN -9 AM 3  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The date of each amendment(s) adoption: 12/05/03  
Date of Incorporation

Effective date if applicable: when Amendments are filed  
(no more than 90 days after amendment file date)

Adoption of Amendment(s) (CHECK ONE)

- ☐ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) by the shareholders was/were sufficient for approval.
- ☐ The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"The number of votes cast for the amendment(s) was/were sufficient for approval by \_\_\_\_\_"  
(voting group)

- ☒ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- ☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signature

[Signature] Sec/Treas  
(By a director, president or other officer - if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

Scott Marlowe

(Typed or printed name of person signing)

Sec / Treas

(Title of person signing)

FILING FEE: \$35

# **ARTICLES OF INCORPORATION OF Pangea Institute US, Inc. As Amended**

## **ARTICLE I – NAME & REGISTERED OFFICE**

The name of this corporation shall be: Pangea Institute US, Inc. The corporation's registered office is located at: 514 Winter Terrace, Winter Haven, Florida 22881.

The organization shall have a seal that shall be in the following form: A circular impression stamp device bearing the words "Pangea Institute US, Corporate Seal" with the year of initial incorporation (2003) and the State of Incorporation (Florida) appearing in the text of the seal.

## **ARTICLE II - PURPOSE**

This corporation is organized exclusively for educational and scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended, including, for such purposes, the making of distributions to organizations that also qualify as Section 501(c)(3) exempt organizations.

To this end, the corporation shall engage in the performance, advancement, and promotion, of scientific research and related educational activities. All funds, whether income or principal, and whether acquired by gift or contribution or otherwise, shall be devoted to said purposes.

## **ARTICLE III - LIMITATIONS**

At all times the following shall operate as conditions restricting the operations and activities of the corporation:

1. No part of the net earnings of the corporation shall inure to any member of the corporation not qualifying as exempt under Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended, nor to any Director or officer of the corporation, nor to any other private persons, excepting solely such reasonable compensation that the corporation shall pay for services actually rendered to the corporation, or allowed by the corporation as a reasonable allowance for authorized expenditures incurred on behalf of the corporation;
2. No substantial part of the activities of the corporation shall constitute the carrying on of propaganda or otherwise attempting to influence legislation, or any initiative or referendum before the public, and the corporation shall not participate in, or intervene in (including by publication or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office;
3. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended: and
4. The corporation shall not lend any of its assets to any officer or director of this corporation [unless such loan program is regularly conducted as part of the activities of the organization and the qualification of the individual to participate in same is determined by a panel comprised solely of non-Board members], or guarantee to any person the payment of a loan by an officer or director of this corporation.

---

# **ARTICLES OF INCORPORATION OF Pangea Institute US, Inc. As Amended**

## **ARTICLE IV – MEMBERS & DIRECTORS**

Membership in this organization shall be open to all who subscribe to, and pay annual dues for, membership under the terms and conditions of this charter and membership rules and regulations as may be adopted by the Board of Directors from time to time.

The corporation may (but need not) have voting members, and such membership, if any, and classes thereof, shall be as defined in the corporation's bylaws.

The management and affairs of the corporation shall be at all times under the direction of a Board of Directors, whose operations in governing the corporation shall be defined by statute and by the corporation's by-laws.

No member or Director shall have any right, title, or interest in or to any property of the corporation.

The corporation's first Board of Directors and officers shall be comprised of the following natural persons:

Scott C. Marlowe, Sec/Treas  
514 Winter Terrace  
Winter Haven, FL 33881

Daniel Harrigan, Pres  
401B Georgetown Dr  
Casselberry, FL 32707

David Dowdy, Vice Pres  
524 Pilaklakaha Ave  
Auburndale, FL 33823

## **ARTICLE V - DEBT OBLIGATIONS & PERSONAL LIABILITY**

No member, officer or Director of this corporation shall be personally liable for the debts or obligations of this corporation of any nature whatsoever, nor shall any of the property of the members, officers or Directors be subject to the payment of the debts or obligations of this corporation.

## **ARTICLE VI – DURATION & DISSOLUTION**

The duration of this corporation is intended to be perpetual, however in the event of dissolution of the corporation, its assets shall be distributed by the Board of Directors, after paying or making provisions for the payment of all debts, obligations, liabilities, costs and expenses of the corporation, 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 then 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.

## **ARTICLE VII - INCORPORATOR**

The incorporator of this corporation is:

Scott C. Marlowe  
514 Winter Terrace

**ARTICLES OF INCORPORATION OF  
Pangea Institute US, Inc.  
As Amended**

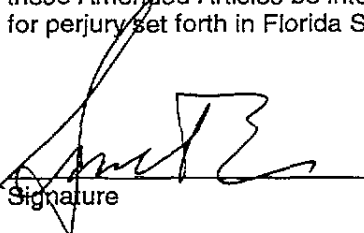
Winter Haven, FL 33881

**ARTICLE VII – ADOPTION DATE & EFFECTIVE DATE**

The adoption date of this amended Charter shall be the date of incorporation of Pangea Institute US, Inc. as it appears on the official incorporation record of the State of Florida. These amendments to the electronically filed Articles of Incorporation shall become effective immediately upon their filing with the Florida Department of Corporations.

These amended Articles of Incorporation shall replace the initial Articles of Incorporation for Pangea Institute US, Inc. as electronically filed in their entirety. These Amended Articles of Incorporation are adopted by the board of directors, as the directors constitute all of the shareholders in said corporation, without further shareholder action as such action was not required.

The undersigned incorporator certifies both that he executes these Amended Articles for the purposes herein stated, and that by such execution, he affirms the understanding that should any of the information in these Amended Articles be intentionally or knowingly misstated, he shall be subject to the criminal penalties for perjury set forth in Florida Statutes as if this document had been executed under oath.

  
Signature

Scott C. Marlowe  
Secretary & Treasurer  
Pangea Institute US, Inc.

12/28/05

Date