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2005 FEB 14 11:3:26
STATE
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W05-29601
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TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

2005 FEB 14 PM 3:26
TALLAHASSEE, FLORIDA

SUBJECT: THE MONDO SANO INSTITUTE
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the Articles of Incorporation and a check for :

☐ \$70.00
Filing Fee

☒ \$78.75
Filing Fee &
Certificate of
Status

☐ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: GUY M. GRAY
Name (Printed or typed)

517 DOTTEREL ROAD #30-D
Address

DELRAY BEACH FL 33444
City, State & Zip

561-706-4558
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

RECEIVED
05 FEB 14 AM 11:47

February 4, 2005

GUY M. GRAY
517 DOTTEREL ROAD #30-D
DELRAY BEACH, FL 33444

SUBJECT: THE MONDO SANO INSTITUTE
Ref. Number: W05000002961

We have received your document for THE MONDO SANO INSTITUTE and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The effective date is not acceptable since it is not within five working days of the date of receipt.

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) 245-6973.

Clairetha Golden
Document Specialist
New Filings Section

Letter Number: 505A00008217

*Mrs. Golden -
Thanks again.
Enclosed are revised
or re dated app.
Feb. 10 2005
Thanks -
Guy Gray*

2005 FEB 14 PM 3:26
TALLAHASSEE FLORIDA



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

2005 FEB 14 PH 3:26

FLORIDA DEPARTMENT OF STATE
TALLAHASSEE FLORIDA

January 19, 2005

GUY M. GRAY
517 DOTTEREL ROAD #30-D
DELRAY BEACH, FL 33444

SUBJECT: THE MONDO SANO INSTITUTE
Ref. Number: W05000002961

We have received your document for THE MONDO SANO INSTITUTE and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name of the corporation must contain a corporate suffix. This suffix may be: CORPORATION, CORP., INCORPORATED, or INC. Sections 617.0401(1)(a) and 617.1506(1), Florida Statutes, prohibits the use of the word COMPANY or CO. in the name of a non-profit corporation.

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) 245-6973.

Claretha Golden
Document Specialist
New Filings Section

Letter Number: 405A00003587

RECEIVED
05 FEB -3 AM 10:32
FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
Including Bylaws
(Not for Profit)

2005 FEB 14 PM 3:26

STATE
TALLAHASSEE FLORIDA

The Mondo Sano Institute, Inc.

ARTICLE I NAME

The name of this organization is The Mondo Sano Institute, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal office is located at 517 Dotterel Road, #30-D, Delray Beach, Florida 33444

ARTICLE III PURPOSE

This corporation is organized exclusively for charitable 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 s exempt organizations under Section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code, and/or similar local tax codes for NGO's (Non-Governmental Organizations) in the countries and overseas jurisdictions in which we may be active. The Corporation may receive and administer funds for scientific and charitable purposes, within the meaning of Section 501 (c) (3) of the Internal Revenue Code of 1986 and to that end, the Corporation is empowered to hold any property, or any undivided interest therein, without limitation as to amount or value; to dispose of any such property and to invest, reinvest, or deal with the principal or the income in such manner as, in the judgment of the directors, will best promote the purpose of the Corporation, without limitation, except such limitations, if any, as may be contained in the instrument under which such property is received, these Articles of Incorporation, the By-Laws of the Corporation, or any applicable laws, to do any other act or thing incidental to or connected with the foregoing purposes or in advancement thereof, but not for the pecuniary profit or financial gain of its directors or officers except as permitted under the Not-for-Profit Corporation Law.

No part of the net earnings of the Corporation shall inure to the benefit of any member, trustee, officer of the Corporation, or any private individual, except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes, and no member, trustee, officer of the Corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting, to influence legislation, and the Corporation shall not participate in or intervene in, including the publication or

distribution of statements, any political campaign on behalf of any candidate for public office, in any jurisdiction inside the United States or overseas.

Upon the dissolution of the Corporation or the winding up of its affairs, the assets of the Corporation shall be distributed exclusively to one or more charitable or scientific organizations which would then qualify under the provisions of Section 501 (c) (3) of the Internal Revenue Code and its Regulations as they now exist or as they may be hereafter amended, or to the federal government, or to a state or local government, for the public purpose. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organizations as said Court shall determine, which are organized and operated exclusively for such purposes.

Our specific mission is to support international medical research in immunological and molecular pathology, including but not limited to the advancement of programs for the control of hematological and other body fluid-transmitted infections, and to strengthen health service infrastructures in developing countries. We will donate and cause to be distributed medical supplies and equipment to local medical organizations in developing countries through requests of assistance and the evaluations of needs by our staff and management in each developing country, program by program.

ARTICLE IV MANNER OF ELECTION

Directors are appointed on an annual basis and may be re-appointed on an ad hoc basis. Appointments are made by the President or Chairman.

ARTICLE V INITIAL DIRECTORS AND/OR OFFICERS

The present directors are:

Guy M. Gray, President
Robert M. Knight, MD, Vice President and Medical Director

The address of the Initial Directors and/or Officers is 517 Dotterel Road, #30-D, Delray Beach, Florida 33444.

ARTICLE VI MEETINGS OF DIRECTORS

There will be Annual Meetings. The date of the regular annual meeting shall be set by the Board of Directors who shall also set the time and place.

The Chairman, President, or the Executive Committee may call special Meetings.

Notice of each Meeting shall be given to each Director and Officer, by electronic mail, not less than ten days before said Meeting.

ARTICLE VII BOARD OF DIRECTORS

The Board is responsible for overall policy and direction of the organization and delegate's responsibility for day-to-day operations to the Officers and committees. The Board of Directors shall up to seven and no fewer than three members. The Board receives no compensation other than reasonable expenses.

The Board shall meet at least quarterly, at an agreed upon time and place.

ARTICLE VIII CONFLICTS OF INTEREST AND NON-COMPETE

Every Board member, Officer, Director and staff employee shall sign a non-disclosure, non-circumvent, non-compete, and confidentiality agreement. Said agreements shall be reviewed with each individual annually.

ARTICLE IX OPERATIONS

The territory in which the operations of the Corporation are principally to be conducted is the United States of America and its territories and possessions, medical facilities and clinics in developing countries including but not limited to Senegal, Ghana, Togo, Benin, Nigeria, Cameroon, Central African Republic, Kenya, Brazil, Peru, Honduras, Costa Rica, Thailand, Laos, Peoples Republic of China, Vietnam, South Korea and locations in the Caribbean yet to be determined.


ARTICLE X AMENDMENTS TO BYLAWS

These Bylaws may be amended when necessary by a two-thirds majority of the Board of Directors. Proposed amendments must be submitted to the Secretary to be sent out with regular Board announcements.

ARTICLE XI INITIAL REGISTERED AGENT AND STREET ADDRESS

The Initial Registered Agent is Guy M. Gray, who resides at 517 Dotterel Road, #30-D, Delray Beach, Florida 33444.

Having been named as Registered Agent to accept service of process for the above stated not for profit corporation, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.


Guy M. Gray, Registered Agent

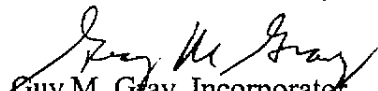
February 10, 2005

2005 FEB 14 PM 3:26
ALLAHASSEE FLORIDA

ARTICLE VIII INCORPORATOR

The name and address of the Incorporator of The Mondo Sano Institute is Guy M. Gray, who resides at 517 Dotterel Road, #30-D, Delray Beach, Florida 33444.

IN WITNESS WHEREOF, the undersigned have made and subscribed to these Articles of Incorporation at Delray Beach, Florida on the 10th day of February 2005.


Guy M. Gray, Incorporator