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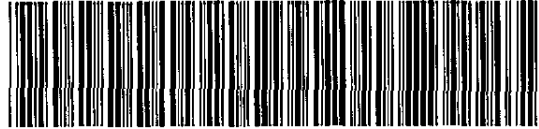
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11/21/05 \*\*70.00

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05 NOV 21 11 08 05

11/21/05  
J. S. J.

## COVER LETTER

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

SUBJECT: HEALING COMMUNITIES INC  
(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: Jeanne Elder  
Name (Printed or typed)

1320 Rock Springs Dr  
Address

Indi Waurne FL 32940  
City, State & Zip

321-396-5165  
Daytime Telephone number

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

**ARTICLES OF INCORPORATION OF  
Healing Communities, INC**

FILED  
05 NOV 21 11:08  
TALLAHASSEE, FLORIDA

The undersigned incorporator, a natural person 18 years of age or older, delivers these Articles of Incorporation to the Florida Secretary of State for filing.

**ARTICLE I  
NAME/REGISTERED OFFICE**

The name of this corporation shall be: HEALING COMMUNITIES, INC. The corporation's registered office is located at: 1320 Rock Springs Dr., The normal mailing address of the corporation shall be .

The name and business address of the initial registered agent shall be: JEANNE C. ELDER. The registered agents office is located at: 1320 ROCK SPRINGS DRIVE, MELBOURNE FLORIDA 32940. The normal mailing address is: P.O.BOX 411073, MELBOURNE FLORIDA 32941.

**ARTICLE II  
PURPOSE**

This corporation is organized exclusively for charitable and religious 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 plant, develop and network churches (especially those meeting in homes), to effectively bring healing of spirit, soul and body to their communities. As well as other charitable purposes as shall from time to time be decided by the board. 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; and

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.

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.

#### **ARTICLE IV DIRECTORS/MEMBERS**

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 shall be comprised of the following natural persons:

Dr. Keith W. Smith, President  
The Engine 50 Back Street Ashwell, Herts, SG5 7AG UK.

Theodore Clark, Vice President  
71 Clifton Road, Shefford, Beds SG17 5AG U.K.

Thomas J. Snyder, Treasurer & Vice President  
1320 Rock Springs Dr. Melbourne Florida

Jeanne C. Elder, Secretary  
P.O. Box 411073 Melbourne Florida

Angela Clark, Board Member  
71 Clifton Road, Shefford, Beds SG17 5AG U.K.

Manfred Mayer, Board Member  
Frühmessweinberg 16 A  
D-76646 Bruchsal Germany

Laurelle Spinuzzi, Board Member  
207 S 5th Dolores CO

Roger Wilson, Board Member  
2203 Greenway Dr. Melbourne Florida

**ARTICLE V  
DEBT OBLIGATIONS AND 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  
DISSOLUTION**

Upon the time of dissolution of the corporation, 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 & registered agent of this corporation is:

Jeanne C. Elder 1320 ROCK SPRINGS DRIVE, MELBOURNE FLORIDA 32940.

Jeanne C. Elder signature 11/19/05 date

\*\*\*\*\*  
Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Jeanne C. Elder  
Signature/Registered Agent Jeanne C. Elder

11/19/05  
Date

Jeanne C. Elder  
Signature/Incorporator Jeanne C. Elder

11/19/05  
Date