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**FLORIDA PROFIT/NON PROFIT CORPORATION**

**HEALTHY MIND HEALTHY BODY INTERNATIONAL, INC**

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**CERTIFICARE OF INCORPORATION  
OF  
HEALTHY MIND HEALTHY BODY INTERNATIONAL, INC.**

The undersigned acting as the incorporator of a not-for-profit corporation under Florida Not-For-Profit Corporation Act, as set forth in Chapter 617 of the Florida Statutes, as amended, adopts the following Articles of Incorporation for such Corporation.

**ARTICLE I: NAME**

The name of the Corporation shall be **HEALTHY MIND HEALTHY BODY INTERNATIONAL, INC.**, herein after referred to as "Corporation."

**ARTICLE II: PRINCIPAL OFFICE AND MAILING ADDRESS**

The address of the principal office and the mailing address of the Corporation is  
7330 SW 9 ST.  
Miami, FL 33144

**ARTICLE III: DURATION**

The period of duration of the Corporation shall be perpetual unless dissolved according to law.

**ARTICLE IV: PURPOSES**

The corporation is not-for-profit, and is organized and operated exclusively for religious, charitable, educational and scientific purposes under section 501 (c) (3) of the Internal Revenue Code of 1986, as amended. In carrying out the broad purposes, the corporation will by necessity and by choice, acquire real and personal property. Said property to be utilized in connection with religious, charitable, educational, and scientific activities. The incorporation will be empowered to raise funds for utilization in carrying out the above objects as allowed by the Constitution and Bylaws of the organization; to receive gifts and grants of money and property of every kind, and to administer the same for religious, charitable, educational and scientific purposes within the meaning of 501 (c)(3) of the Internal Revenue Code of 1986, as amended. Notwithstanding any other activities not permitted to be carried on (i) by a corporation exempt from federal income tax under Section 501 (c)(3) of the Internal Revenue Code of 1986, (or corresponding provisions of any future United States Internal Revenue Law), (ii) by a corporation, contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue of 1986 (or corresponding provision of any future United States Internal Revenue Law).

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#### **ARTICLE V: RESTRICTIONS ON ACTIVITIES**

No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization 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 the purpose clause hereof. No substantial part of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

#### **ARTICLE VI: REGISTERED OFFICE AND AGENT**

The Corporation's registered office shall be located at 7330 SW 9 ST., Miami FL 314487 and Eduardo Sabillon is the registered agent of the Corporation at that address.

#### **ARTICLE VII: BOARD OF DIRECTORS**

The number of Directors constituting the initial Board of Directors of the corporation is five (5) and names and addresses of those people who are to serve as initial directors are:

**NAME:**

Eduardo Sabillon  
President

**ADDRESS:**

7330 SW 9<sup>th</sup> St.  
Miami FL 33144

Vanessa Gordon  
Vice Pres. / Treasurer

15832 SW 55<sup>th</sup> Terracc.  
Miami, FL 33185

Ivette Lopez  
Secretary

15930 SW 141<sup>st</sup> Terrace  
Miami, FL 33196

The number of directors may be increased from time to time by an amendment to the bylaws; however there shall never be less than three directors. All directors shall be selected as provided by the bylaws.

**ARTICLE VIII: AMENDMENTS**

These Articles of Incorporations may be amended at any regular or special meeting of the Board of Directors by a majority vote of those present provided that notice of the intention to submit amendments shall have been as provided by the bylaws.

**ARTICLE IX: DISTRIBUTION OF ASSETS UPON DISSOLUTION**

Upon dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501 (c)(3) of the Internal Revenue Code, or shall be distributed to the federal government, or to a state or local government, for a public purpose.

**ARTICLE X: INCORPORATOR**

The incorporator of the Corporation is as follows:

Herbert Fabio  
9507 SW 160<sup>th</sup> St.  
Suite # 280  
Miami, FL 33157

IN WITNES WHEREOF, I have hereunto set my hand and acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, on the 7<sup>th</sup> day of August, 2006.

  
Herbert Fabio, Incorporator

*Having been named as registered agent and to accept service of process for the above state corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I agree to comply with the provisions of statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent*

  
Herbert Fabio, Registered Agent

8/7/06  
Date