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**FLORIDA PROFIT/NON PROFIT CORPORATION**

**LAND FOR NAGARJUNA'S SUTRA AND TANTRA DHARMA (DO NGA**

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March 25, 2008

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

CORPDIRECT AGENTS, INC.

SUBJECT: LAND FOR NAGARJUNA'S SUTRA AND TANTRA DHARMA (DO HGAG CHO LING),  
INC.  
REF: W08000015285

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA**ARTICLES OF INCORPORATION****OF****LAND FOR NAGARJUNA'S SUTRA AND TANTRA DHARMA:  
DO NGAG CHO LING, INC.****(A Not-For-Profit Corporation)**

The undersigned Incorporator of these Articles of Incorporation, being a natural person competent to contract, is desirous of forming a Corporation Not-For-Profit, pursuant to Chapter 617 of the Laws of the State of Florida.

**ARTICLE I - NAME**

The name of this Corporation shall be:

**LAND FOR NAGARJUNA'S SUTRA AND TANTRA DHARMA:  
DO NGAG CHO LING, INC.****ARTICLE II - PRINCIPAL OFFICE,  
REGISTERED OFFICE AND REGISTERED AGENT**

The principal office of said Corporation shall be located at:

13105 Peregrin Circle  
Bradenton, FL 34212

The mailing address of the Corporation shall be:

P.O. Box 1495  
Sarasota, FL 34230-1495

The Directors of the Corporation may change the location of the principal office of said Corporation from time to time. The registered office of the Corporation shall be located at:

6111 Exchange Way  
Lakewood Ranch, FL 34202

and the Registered Agent shall be Ruth E. McMahon.

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### **ARTICLE III - PURPOSES**

**NON-PROFIT PURPOSE:** This Corporation is organized exclusively for religious, charitable, and educational purposes within the meaning of the Internal Revenue Code ("Code") Section 501(c)(3), including the making of distributions to organizations that qualify as tax exempt organizations under IRC Section 501(c)(3), or corresponding sections of any future federal tax code, in accordance with the Foundation for the Preservation of the Mahayana Tradition, Inc., a California nonprofit religious corporation that has established its tax-exempt status under Section 501(c)(3) of the Code ("FPMT, Inc."), and is authorized to exercise such powers as are in furtherance of its exempt status and for purposes for which a corporation may be formed under the Florida Not-For-Profit Corporation Act.

**PURPOSES:** To establish a Buddhist Study Group and Center devoted to the transmission of the Mahayana Buddhist tradition and values through teaching, meditation, community service and projects to preserve the tradition; based on the Buddhist tradition of Lama Tsonkhapa of Tibet as taught by the founder of The Foundation for the Preservation of the Mahayana Tradition (FPMT), Lama Thubten Yeshe, FPMT's spiritual director, Lama Zopa Rinpoche, and His Holiness the 14<sup>th</sup> Dalai Lama of Tibet.

### **ARTICLE IV - POWERS**

This Corporation shall have and exercise all of the powers of non-profit corporations under the Laws of the State of Florida, but within the restrictions of IRC Section 501(c)(3), and which are convenient or necessary to affect the purposes of the Corporation.

#### **LIMITATION ON POWERS:**

1. No part of the assets or net earnings of the Corporation shall be distributable to, or inure to the benefit of, its members, directors, 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 III hereof.
2. No substantial part of the organization's activities shall be the carrying on of propaganda or otherwise attempting to influence legislation.
3. The Corporation shall not directly or indirectly 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.
4. The Corporation may not pursue objectives or engage in activities which will characterize it as an action organization.
5. 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 IRC Section 501(c)(3), or corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under IRC Section 170(c)(2), or corresponding section of any future federal tax code.

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**H08000074009 3****ARTICLE V – TERM OF EXISTENCE**

The term for which this Corporation is to exist shall be perpetual, unless sooner dissolved pursuant to the provisions of Florida Statutes, Chapter 617, as amended.

**ARTICLE VI – DISTRIBUTION OF ASSETS UPON DISSOLUTION**

The property of this corporation is irrevocably dedicated to religious, charitable, literary, and educational purposes within the meaning of Section 501(c)(3) of the Code, and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer, or member, if any, of this corporation, or any other private person. Upon the winding up and dissolution of this corporation and after paying or adequately providing for the debts and obligations of this corporation, the remaining assets shall be distributed to FPMT, Inc., or its successor, its designee, or its designee's successor, provided that such recipient is then exempt from tax under Section 501(c)(3) of the Code. This corporation shall dissolve if its charter is revoked by FPMT, Inc., pursuant to Section 9132(a)(2) of the California Nonprofit Religious Corporation Law.

**ARTICLE VII – NAME AND ADDRESS OF INCORPORATOR**

The name and mailing address of the Incorporator of these Articles are as follows:

<u>Name</u>	<u>Address</u>
Ruth E. McMahon	6111 Exchange Way Lakewood Ranch, FL 34202

**ARTICLE VIII – OFFICERS AND DIRECTORS**

The affairs of this Corporation shall be managed by a governing Board called the Board of Directors. If the authorized number of directors is seven or larger, FPMT, Inc., shall appoint three directors of this corporation; if the authorized number is five (5) or six (6), FPMT, Inc. shall appoint two, and if the authorized number is three (3) or four (4), FPMT, Inc. shall appoint one. All other directors of this corporation shall be elected by directors then in office at the annual meeting of the Corporation. Vacancies on the Board of Directors may be filled until the next annual meeting, in such manner as provided by the By-Laws. The officers shall be: a President, Secretary, Treasurer and Spiritual Program Coordinator and such other officers as may be appointed by the Board of Directors. The officers shall be elected from among the directors of the Corporation. The Spiritual Program Coordinator shall be appointed by FPMT, Inc. The officers and members of the Board shall perform such duties, hold office for such terms, and take office at such times as shall be provided by the By-Laws of the Corporation.

**ARTICLE IX – NAMES AND ADDRESSES OF DIRECTORS**

The number of Directors shall not be less than three (3) nor more than seven (7), with the exact number of authorized directors to be fixed from time to time by resolution of the Board of Directors. The

Land for Nagarjuna's Sutra and Tantra Dharma: Do Ngag Cho Ling, Inc.

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number may be increased as provided in the By-Laws of the Corporation, but shall never be fewer than three (3). The names and addresses of the persons who shall serve as directors until the first election are:

<u>Name</u>	<u>Address</u>
Christine Broussseau	4909 Bella Terra Venice, FL 34293
Nathan Buckley	229 S. Osprey Ave. #203 Sarasota, FL 34236
Timothy Knight	4471 Streamside Court Sarasota FL 34238
Ruth McMahon	13105 Peregrin Circle Bradenton, FL 34212
Patricia Staebler	409 Petrel Trail Bradenton, FL 34212

**ARTICLE X - AMENDMENT OF ARTICLES OF INCORPORATION**

These Articles may be amended by a majority of the directors present and voting at any regular or special meeting of the Board of Directors and any amendment to these Articles shall require the written approval or consent of FPMT, Inc.; provided, however, that these Articles of Incorporation shall not be amended unless written notice is first given of the proposed Amendment to each and every member of the Board of Directors and FPMT, Inc. ten (10) days prior to the regular or special meeting of the Board of Directors; provided, further, that any Amendment will not adversely affect the status of the Corporation as an organization qualifying under IRC Section 501(c)(3).

IN WITNESS WHEREOF, the undersigned Incorporator has hereunto executed these Articles this \_\_\_\_\_ day of March, 2008, for the purpose of forming this non-profit corporation under the Laws of the State of Florida, and hereby makes and files these Articles of Incorporation in the office of the Secretary of State of the State of Florida and certifies that the facts herein stated are true.

  
Ruth E. McMahon

"INCORPORATOR"

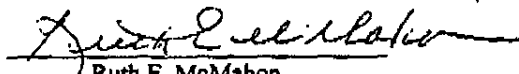
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**ACCEPTANCE BY REGISTERED AGENT**

Having been named as Registered Agent to accept service of process for the above-stated Corporation, at the registered office designated in the Articles, I hereby accept such designation and agree to serve as Registered Agent.

DATE: 3/25/2008

  
Ruth E. McMahon  
6111 Exchange Way  
Lakewood Ranch, FL 34202

**"REGISTERED AGENT"**

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