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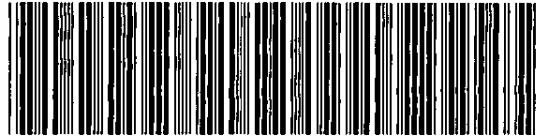
(Business Entity Name)

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2008 NOV 10 A 11:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NOV 12 2008
D. A. WHITE

COPILEVITZ & CANTER, LLC

ATTORNEYS AT LAW

310 W. 20TH STREET
SUITE 300
KANSAS CITY, MISSOURI 64108
(816) 472-9000 • FAX (816) 472-5000

November 7, 2008

Florida Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

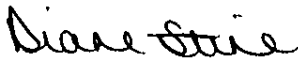
Re: Healing Heroes Network, Inc.

Dear Sir or Madam:

Enclosed please find one originally signed copy and two copies of the Articles of Incorporation for Healing Heroes Network, Inc., a Florida nonprofit corporation. I have also enclosed the required filing fee of \$78.75 (Filing Fee & Certified Copy). Please forward the certified copy of the Articles of Incorporation in the enclosed self-addressed, pre-paid Federal Express envelop at your earliest convenience.

I thank you in advance for your assistance regarding this matter. Please do not hesitate to contact me should you have any questions or concerns.

Very truly yours,



Diane Stine
Paralegal
For the Firm

Enclosure(s)
dstine@cckc-law.com

COVER LETTER

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

SUBJECT: Healing Heroes Network, 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: Diane Stine
Name (Printed or typed)

310 W. 20th Street, Suite 300
Address

Kansas City, Missouri 64108
City, State & Zip

(816) 472-9000
Daytime Telephone number

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

ARTICLES OF INCORPORATION
OF
HEALING HEROES NETWORK, INC.

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2008 NOV 10 A 11: 24

The undersigned natural person over the age of eighteen (18) years of age, acting as incorporator, adopts the following Articles of Incorporation of HEALING HEROES NETWORK, INC. (the "Corporation") under the Florida Not For Profit Corporation Act (the "Act").

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I
NAME AND PRINCIPAL OFFICE

The name of the corporation is HEALING HEROES NETWORK, INC., and the principal office is located at 31608 U.S. Highway 19, Palm Harbor, Florida 34648.

ARTICLE II
DURATION

The period of the duration of this Corporation is perpetual unless dissolved according to law.

ARTICLE III
PURPOSES

The Corporation, a non-profit, charitable corporation, is organized and will be operated exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, (or the corresponding provision of any future United States Internal Revenue Code).

The purposes of the organization will be charitable and will include, but are not limited to, providing therapy to members of our armed forces through a nationwide network of providers, to assist those who were injured in the line of duty; promoting mental and physical rehabilitation to the wounded heroes who have sustained traumatic injuries, with the hope that they may return to productive lives; and providing therapies and services not currently provided by the U.S. Department of Veterans Affairs, for which these heroes are in desperate need.

This Corporation is also organized to promote, encourage, and foster any other similar charitable activities, and to engage in any and all lawful activities incidental to the foregoing purposes, except as restricted herein. Said powers shall include, but not be limited to, the power

to sue and be sued; the power to enter into contracts; the right to receive property by device or bequest, subject to the laws regulating the transfer of property by Will, and otherwise acquiring and hold all property, real or personal, including shares of stock, bonds and securities of other corporations; to convey, exchange, lease, mortgage, encumber, transfer upon trust or otherwise dispose of any or property, real or personal; the power to borrow money, contract debts and issue bonds, notes and debentures and to secure payment in performance of its obligations; provided, however, that the Corporation shall not, except to an insubstantial degree, engage in any activity or exercise any powers that are not in furtherance of the primary purpose(s) of the Corporation.

ARTICLE IV REGISTERED AGENT AND OFFICE

The registered office of this Corporation and its registered agent to accept service of process within the State of Florida is: Allan Spiegel, M.D., 31608 U.S. Highway 19, Palm Harbor, Florida 34648.

ARTICLE V MEMBERSHIP

The Corporation shall not have members save and except the members of the Board of Directors.

ARTICLE VI RESTRICTIONS AND REQUIREMENTS

No part of the net earnings of the Corporation shall inure to the benefit of any member, Director, 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, Director, officer of the Corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets upon dissolution of the Corporation. No substantial part of the activities of the Corporation shall be the carrying on of propoganda, 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.

Notwithstanding any other provision of these Articles, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code and its Regulations as they now exist or as they may hereafter be amended, or by an organization, contributions to which are deductible under Section 170(c)(2) of such Code and Regulations as

they now exist or as they may hereafter be amended.

ARTICLE VII
INCORPORATOR

The name and address of the incorporator is: Allan Spiegel, M.D., 31608 U.S. Highway 19, Palm Harbor, Florida 34648.

ARTICLE VIII
BOARD OF DIRECTORS

The affairs, property and business of the Corporation shall be managed and controlled by a Board of Directors consisting of not less than three (3), nor more than twenty (20), Directors who shall be elected annually at the meeting of the Board of Directors by majority vote of the members of the Board of Directors then in office.

Directors shall be natural persons, but need not be residents of Florida.

Plenary power to manage and govern the affairs of the Corporation is vested in the Board of Directors of the Corporation. The qualifications, duties, terms, and other matters relating to the Board of Directors of the Corporation shall be provided in the Bylaws. The Board of Directors may vest management responsibility for selected matters in committees, officers, offices, and employees of the Corporation, as deemed appropriate from time to time.

ARTICLE IX
LIMITATION OF LIABILITY OF DIRECTORS

A Director is not liable to the Corporation for monetary damages for an act or omission in the Director's capacity as director except to the extent otherwise provided by a statute of the State of Florida.

ARTICLE X
DISSOLUTION


Upon the dissolution of the Corporation or the winding up of its affairs, the assets of the Corporation remaining after payment of all costs and expenses of such dissolution shall be distributed exclusively to charitable, religious, scientific, literary, or educational 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 hereafter be amended, and none of the

assets will be distributed to any member, officer or director of the Corporation or to any private individual. Any such assets not so disposed of shall be disposed of by a court 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 XI
MISCELLANEOUS

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, trustees, 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 its stated purposes. 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 political campaigns on behalf of any candidate for public office. Notwithstanding any other provision of these articles, this Corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of its exempt purposes or not permitted to be carried on by a corporation contribution to which are deductible under section 170 (c)(2) of the Internal Revenue Code.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this 4th day of November, 2008.


Allan Spiegel, M.D., Incorporator

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.

Dated this 4th day of November, 2008.


Allan Spiegel, M.D., Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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