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2010 JUN 11 P 2:38

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

JUN 14 2010  
D. A. WHITE

## COVER LETTER

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

**SUBJECT:** Seva Dharma Institute of Ayurveda, 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: Zide Mooni

Name (Printed or typed)

10621 SW 88th Street, Suite 104

Address

Miami, FL 33173

City, State & Zip

305-596-0858

Daytime Telephone number

305-972-4162

zide@ayurvedamiami.com

E-mail address: (to be used for future annual report notification)

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



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

June 9, 2010

ZIDE MOONI  
10621 SW 88TH ST  
SUITE 104  
MIAMI, FL 33173

SUBJECT: SERVA DHARMA INSTITUTE OF AYURVEDA, INC.  
Ref. Number: W10000027652

We have received your document for SERVA DHARMA INSTITUTE OF AYURVEDA, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable because it is the same as or not distinguishable from an existing entity. If the principals are the same in both entities, please send a letter or affidavit advising us of this association, along with your articles of incorporation so that we may complete the filing process.

Please return the corrected 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) 245-6933.

Dale White  
Regulatory Specialist II  
New Filing Section

Letter Number: 010A00014262

**Articles of Incorporation  
of  
Seva Dharma Institute of Ayurveda, Inc.**

I, the undersigned, hereby execute and acknowledge these Articles of Incorporation for the purpose of forming a non-profit corporation pursuant to the provisions of section 617.1006, Florida Statutes (Not For Profit).

**FILED**  
2010 JUN 11 P 2:39  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I  
NAME AND ADDRESS OF CORPORATION**

The name and address of this Corporation shall be:

Seva Dharma Institute of Ayurveda, Inc., Inc.  
10621 SW 88th Street, Suite 104  
Miami, Florida 33176

*Effective Date: June 3, 2010*

**ARTICLE II  
DURATION OF CORPORATION**

The duration of the Corporation is perpetual.

**ARTICLE III  
PURPOSE**

The Corporation may engage in any activity or business permitted under the Laws of the United States of America and/or the State of Florida, as well as the laws of any foreign nation. The purpose of the Corporation is to educate and promote Ayurveda in the United States and worldwide.

**ARTICLE IV  
ELECTION OF THE DIRECTORS**

The directors are elected, appointed and/or confirmed at the annual meeting or at any extraordinary meeting of the members by direct voting. A fifty one percent (51%) of the vote is required for confirmation. One vote will be counted for each member.

**ARTICLE V  
INITIAL DIRECTORS AND/OR OFFICERS**

The initial Director(s) are:

Zide Mooni, 10621 SW 88<sup>th</sup> Street, Suite 104, Miami, FL 33176, President  
Nalini Ranjitsingh, 10621 SW 88<sup>th</sup> Street, Suite 104, Miami FL 33176, Secretary  
Maria Aguilera, 16393 SW 97<sup>th</sup> Street, Miami, FL 33196, Treasurer

**ARTICLE VI  
LIMITATION OF CORPORATE POWERS**

The corporate powers of this corporation are as provided in section 617.0302, Florida Statutes, subject of the following limitations:

The Corporation shall have no power to take any action that would be inconsistent with the requirements for tax exemption under Internal Revenue Code Section 501(c)(3) and related regulations, rulings, and procedures. The Corporation shall have no power to take any action that would be inconsistent with the requirements for receiving tax deductible charitable contributions under Internal Revenue Code Section 170(c)(2) and related regulations, rulings, and procedures. Regardless of any other provision of these Articles of Incorporation or state law, the Corporation shall have no power to:

1. Engage in activities or use its assets in manners that are not in furtherance of one or more exempt purposes, as set forth above and defined by the Internal Revenue Code and related regulations, rulings and procedures, except to an insubstantial degree.
2. Serve a private interest other than the one that is clearly incidental to an overriding public interest.
3. Devote more than an insubstantial part of its activities in attempting to influence legislation by propaganda or otherwise, except as provided b the Internal Revenue Code and related regulations, rulings, and procedures.
4. Participate in or intervene in any political campaign on behalf of or in opposition to any candidate for public office. The prohibited activities include the publishing or distributing of statements and any other direct or indirect campaign activities.
5. Have objectives that characterize it as an "action organization" as defined by the Internal Revenue Code and related regulations, rulings, and procedures.
6. Permit any part of the net earnings of the Corporation to inure to the benefit of any private shareholder or member of the Corporation or any private individual.
7. Carry on an unrelated trade or business except as a secondary purpose related to the Corporation's primary, exempt, purpose.

**ARTICLE VII  
DISSOLUTION**

The Corporation is a nonprofit corporation. Upon dissolution, all of the Corporation's assets shall be distributed to the State of Florida or to an organization exempt from taxes under Internal Revenue Code Section 501(c)(3) for one or more purposes that are exempt under Florida Statutes.

**ARTICLE VIII  
REGISTERED AGENT AND INITIAL REGISTERED OFFICE**

The Registered Agent and the street address of the Initial Registered Office of this Corporation in the State of Florida shall be:

*Zide Mooni, 10621 SW 88th Street, Suite 104, Miami, Florida 33176*

The Corporation retains the power of moving its office to any other address in Florida, as may from time to time be determined and authorized by its Board of Directors, with Branch Offices in such other cities, or countries, as may from time to time be authorized by its Board of Directors.

#### **ARTICLE VII DIRECTORS**

The number of Directors may be altered from time to time by By-Laws adopted by the Shareholders. However, the Corporation shall have no less than three (3) Directors at any time.

The members of the First Board of directors shall hold office for the first year of existence of this Corporation and/or until his or her successor is elected and qualified or appointed, or until his or her earlier resignation, removal from office, or death, whichever occurs first.

#### **ARTICLE VIII INCORPORATORS**

The name and address of each incorporator to these Articles of Incorporation is:

Zide Mooni, 10621 SW 88th Street, Suite 104, Miami, Florida 33176

#### **ARTICLE IX AMENDMENT OF BY-LAWS**

The By-Laws of this Corporation may be created, amended, changed or replaced by either the Stockholders or the Directors of the Corporation at any duly scheduled Special Meeting called for that purpose.

#### **ARTICLE X AMENDMENT TO ARTICLES OF INCORPORATION**

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Stockholders and approved at a Stockholder's Meeting by at least a majority of the stock entitled to vote, unless all of the Directors and all of the Stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

#### **ARTICLE XI INFORMAL ACT OF DIRECTORS**

If all the Directors severally or collectively consent, in writing, to any action taken or to be taken by the Corporation, and the writing evidencing their consent is filed

with the Secretary of the Corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

#### **ARTICLE XII MEETING**

The Corporation may hold its meetings of Stockholders and/or Directors, either within or without the State of Florida.

#### **ARTICLE XIII STOCKHOLDERS' AGREEMENTS**

When any written agreement is made between Stockholders of the Corporation which involves the interests of the Corporation, such agreement shall be binding upon the Corporation provided a copy of the same shall be filed with the Corporate Minutes. Thereafter, said agreement shall be recognized and observed by the Officers, Directors, and Agents of the Corporation.

Agreements between Stockholders shall continue binding upon the Corporation until there is filed with the President and Secretary of the Corporation, a written instrument, signed by the persons who originally created such Stockholders' agreement (or their successors in ownership, providing such succession shall have been accomplished in accordance with the terms of the Stockholders' agreement) consenting to the revocation and cancellation of the agreements among the Stockholders.

#### **ARTICLE XIV INDEMNIFICATION**

The Corporation shall indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit, or proceeding, whether civil or criminal, administrative or investigative, by reason of the fact that he or she is or was a Director, Officer, Employee, or Agent of the Corporation, or is or was serving at the request of the Corporation as a Director, Officer, Employee, or Agent of another Corporation, Partnership, Joint Venture, Trust, or other enterprise, against expenses (including attorneys' fees and costs), judgments, fines, and amounts paid in settlement, actually and reasonably incurred by him or her in connection with such action, suit, or proceeding, including any appeal thereof, if he or she acted in good faith or in a manner he or she reasonably believed to be in or not opposed to the best interests of the Corporation, and with respect to any criminal action, or proceeding, if he or she had no reasonable cause to believe his or her conduct was unlawful.

Any indemnification hereunder shall be made only on a determination by a majority of disinterested Directors (subject to approval by a majority of Stockholders) that indemnification is proper in the particular circumstances.

Determination of any action, suit, or proceeding by judgment, order, settlement, conviction, or on a plea of nolo contendere, or its equivalent shall not, of itself, create a presumption that the party did not meet the applicable standard of conduct. Indemnification hereunder may be paid by the Corporation in advance of the final disposition of any action, suit, or proceeding, on a preliminary determination that the

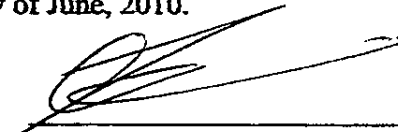
Director, Officer, Employee, or Agent met the applicable standard of conduct and on receipt of an undertaking by or on behalf of the Director, Officer, Employee, or Agent, to repay such amount, unless it is ultimately determined that he or she is entitled to be indemnified by the Corporation as authorized in this section.

The Corporation shall also indemnify any Director, Officer, Employee, or Agent, who has been successful on the merits or otherwise, in defense of any action, suit, proceeding, or in defense of any claim, issue, or matter of therein, against all expenses, including attorneys' fees and costs, actually and reasonably incurred by his or her in connection therewith, without the necessity of an independent determination that such Director, Officer, Employee, or Agent, met any appropriate standard of conduct.

The indemnification provided for herein shall continue as to any person who has ceased to be a Director, Officer, Employee, or Agent, and shall inure to the benefit of the heirs, executors, and administrators of such person.

In addition to the indemnification provided for herein, the Corporation shall have power to make any other or further indemnification, except as indemnification against gross negligence or willful misconduct, under any Resolution or Agreement duly adopted by a majority of Stockholders.

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation on the 3 day of June, 2010.

  
\_\_\_\_\_  
Zide Mooni, Incorporator

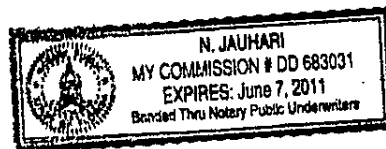
STATE OF FLORIDA            )  
  SS  
COUNTY OF MIAMI-DADE )

BEFORE ME, the undersigned authority, personally appeared Zide Mooni, who being first duly sworn, deposes and says: that he is the person named in the foregoing and that he has read the same, knows the contents thereof and that the same are true.

IN WITNESS WHEREOF, I have set my hand and seal, this 3<sup>rd</sup> day of June, 2010.

My Commission Expires: 06-07-2011

  
\_\_\_\_\_  
NOTARY PUBLIC  
STATE OF FLORIDA





DESIGNATION OF REGISTERED AGENT

In compliance with Section 48.091, FLORIDA STATUTES, the following is submitted:

That SEVA DHARMA INSTITUTE OF AYURVEDA, INC., INC., desiring to organize under the Laws of the State of Florida, with its principal office as indicated in the ARTICLES OF INCORPORATION, Miami, County of Miami-Dade, State of Florida, has named: Zide Mooni, 10621 SW 88th Street, Suite 104, Miami, Florida 33176 as its Registered Agent to accept Service of Process within this State.


  
Zide Mooni  
Incorporator

TITLE: PRESIDENT

DATE: 06-03-10

ACKNOWLEDGMENT

Having been made to accept Service of Process for the above named Corporation at the place designated in this Certificate, the undersigned agrees to act in this capacity and agrees to comply with the provisions of Florida Law relative to keeping the designated office open.

  
Zide Mooni  
Registered Agent

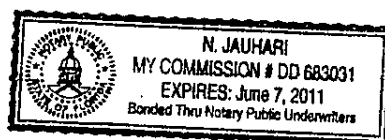
STATE OF FLORIDA            )  
  SS  
COUNTY OF MIAMI-DADE    )

BEFORE ME, the undersigned authority, personally appeared Zide Mooni, who being first duly sworn, deposes and says: that he is the person named in the foregoing and that he has read the same, knows the contents thereof and that the same are true.

IN WITNESS WHEREOF, I have set my hand and seal, this 3<sup>rd</sup> day of June, 2010.

My Commission Expires:    06-07-2011

  
NOTARY PUBLIC  
STATE OF FLORIDA



April 16, 2010

Division of Corporations  
Amendment Section  
P.O. Box 6327  
Tallahassee, FL 33314

**FILED**  
2010 JUN 11 P 2:39  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Dear Sirs:

Pursuant to section 607.1401 of Florida Statutes, we are requesting the dissolution of Seva Dharma Institute of Ayurveda, Inc., P09000009918, as a Florida for-profit corporation. The articles of dissolution and \$35 fee are attached.

Furthermore, we are also issuing an affidavit of non-revocation of dissolution and releasing the name to be used as a non-profit corporation. The affidavit is also attached.

Please return all correspondence concerning this matter to the following:

Zide Mooni  
Seva Dharma Institute of Ayurveda, Inc.  
10621 SW 88<sup>th</sup> Street, Suite 104  
Miami, FL 33176

Telephone: 305-596-0858

Sincerely,



Zide Mooni  
President