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## FLORIDA PROFIT/NON PROFIT CORPORATION

high school yoga, inc.

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**ARTICLES OF INCORPORATION  
OF  
HIGH SCHOOL YOGA, INC.  
A Florida Not For Profit Corporation**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

In compliance with the requirements of F.S. Chapter 617, the Articles of Incorporation of the undersigned, a majority of whom are citizens of the United States, desiring to form a Non-Profit Corporation under the Non-Profit Law of the State of Florida (F.S. Chapter 617), do hereby certify:

**ARTICLE I**

The name of the Corporation is: High School Yoga, Inc.

**ARTICLE II**

The existence of the Corporation shall begin on: November, 15, 2010.

**ARTICLE III**

The street address of the principal office of the Corporation is: 1500 BAY ROAD #1408, Miami Beach, FL 33139.

**ARTICLE IV**

Said corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

**ARTICLE V**

The initial street address of the Corporation's registered office is: 1400 N.W. 10th Ave, Penthouse III, Miami, Florida, 33136. The initial registered agent for the Corporation at that address is: The Medi-Law Firm.

**ARTICLE VI**

The initial board of directors shall consist of three members. This number may be increased or decreased from time to time in accordance with the Corporation's bylaws, but shall never be less than three. The name and address of the persons who will serve on the initial board of directors are:

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**HIGH SCHOOL YOGA, INC.**

<u>Name</u>	<u>Address</u>
Mark Oliver	1500 BAY ROAD #1408 Miami Beach, FL 33139
Dawn Esposito	1500 BAY ROAD #1408 Miami Beach, FL 33139
Gale Grossman	1500 BAY ROAD #1408 Miami Beach, FL 33139

**ARTICLE VII**

The name and street address of the person signing these articles of incorporation is:

<u>Name</u>	<u>Address</u>
Mark Oliver	1500 BAY ROAD #1408 Miami Beach, FL 33139

**ARTICLE VIII**

The manner in which the directors are to be elected or appointed is: As stated in the bylaws of the corporation.

**ARTICLE IX**

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 the purposes set forth in Article Fourth hereof. 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 (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the corporation

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**HIGH SCHOOL YOGA, INC.**

shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

**ARTICLE X**

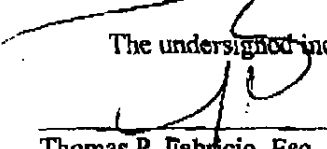
Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local 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 XI**

The Corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

The Corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

The undersigned incorporator has executed these articles of incorporation.

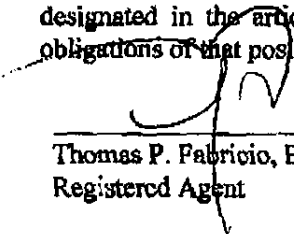
  
\_\_\_\_\_  
Thomas P. Fabricio, Esq., attorney-in-fact for  
Mark Oliver, Incorporator

Date

11/16/10

**ACCEPTANCE OF REGISTERED AGENT**

Having been named to accept service of process for High School Yoga, Inc. at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 617.0501.

  
\_\_\_\_\_  
Thomas P. Fabricio, Esq. for The Modi-Law Firm  
Registered Agent

Date

11/16/10

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