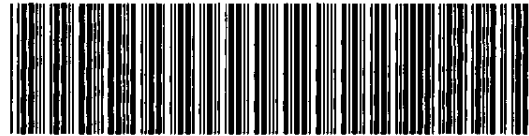


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FLORIDA DEPARTMENT OF STATE
Division of Corporations

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TALLAHASSEE, FLORIDA

September 8, 2011

GEORGE W. CHESROW, ESQ
1230 SOUTH ALHAMBRA CIRCLE
CORAL GABLES, FL 33146

SUBJECT: VAJRAYANA ARTS INSTITUTE, INC.
Ref. Number: W11000046397

We have received your document for VAJRAYANA ARTS INSTITUTE, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must list at least one incorporator with a complete business street address.

Please return 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) 245-6901.

Pamela Smith
Regulatory Specialist II

Letter Number: 311A00020843

GEORGE W. CHESROW, P.A., ATTORNEY AT LAW

1230 S. Alhambra Circle
Coral Gables, Florida 33146

Phone: 305-669-9667

Fax: 305-669-1055

September 12, 2011

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

Re: Vajrayana Arts Institute, Inc.
Reference Number: W11000046397

Attention: Ms. Pamela Smith
Regulatory Specialist II


Dear Ms. Smith:

Thank you for your correspondence informing me that the Articles of Incorporation that I sent to your office for the Vajrayana Arts Institute, Inc. did not include the names of the incorporators. Page four of the Articles of Incorporation which includes the names of the incorporators was inadvertently not printed and omitted from the Articles of Incorporation that were previously sent to you.

I have corrected the omission and included page four of the original Articles of Incorporation for Vajrayana Arts Institute, Inc.

I am enclosing the corrected Articles of Incorporation for Vajrayana Arts Institute, Inc. along with your letter of September 8, 2011.

Very truly yours,


George W. Chesrow

Enclosure

COVER LETTER

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

SUBJECT: Vajrayana Arts Institute, 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: George W. Chesrow, Attorney At Law
Name (Printed or typed)

1230 South Alhambra Circle
Address

Coral Gables, Florida 33146
City, State & Zip

305-669-9667
Daytime Telephone number

treetops909@comcast.net
E-mail address: (to be used for future annual report notification)

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

11 SEP 15 AM 11:29

ARTICLES OF INCORPORATION
OF
VAJRAYANA ARTS INSTITUTE, INC.

(A Florida Corporation Not for Profit)

WE, the undersigned duly elected Directors of Vajrayana Arts Institute, Inc., a Florida Corporation Not for Profit, do hereby certify that these Articles of Incorporation were duly adopted by the Board of Directors on August 15, 2011, pursuant to the provisions of Chapter 617 of the Florida Statutes governing Corporations Not For Profit.

ARTICLE I

Corporate Name

The name of the Corporation shall be:

Vajrayana Arts Institute, Inc.

ARTICLE II

DURATION

This Corporation shall have perpetual existence.

ARTICLE III

PRINCIPAL OFFICE

The place in this state where the principal office of the Corporation is to be located is the City of Fort Lauderdale, Broward County.

ARTICLE IV

PURPOSES

The purposes for which this Corporation is organized are:

1. To function as an educational institution for the study of Tibetan Vajrayana art, and to serve as a resource and learning center for the preservation and dissemination of the distinctive forms of artistic expression within the Tibetan cultural heritage and religious traditions.

2. To provide an educational program serving the community at large consisting of Tibetan and Bhutanese artistic and cultural topics including but not limited to Tibetan Thangka paintings, sand paintings, butter sculpture, ritual instruments, masks, and garments, and their significance within the framework of the philosophical teachings and practices of Tibetan Buddhism and culture.

3. To offer educational programs to the community at large on the authentic Vajrayana Artistic traditions as preserved in Tibet, Bhutan, India and Nepal.

4. To provide multi cultural educational programs to the community at large for the purpose of promoting cross cultural interchange, overcoming cultural barriers and promoting the health and wellness of the community.

5. To operate an art museum for the purpose of serving and making available to the community at large exhibitions of Tibetan Vajrayana paintings, sculptures, and other forms of artistic expression.

6. Said corporation is organized exclusively for charitable, religious, educational, and philanthropic 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

QUALIFICATIONS FOR MEMBERS AND MANNER OF THEIR ADMISSION

The members of this Corporation shall consist of the persons signing the Articles of Incorporation and such other person or persons as the Board of Directors may elect, by vote of a majority of the members of the Board of Directors of the Corporation, at any Annual or Special meeting of the Board of Directors.

ARTICLE VI

REGISTERED AGENT

The corporation shall maintain an office in Florida with a Registered Agent thereat upon whom process may be served. The initial registered agent shall be Anita Shirreffs whose registered office address is 3050 NE 16 Ave., #105, Fort Lauderdale, Florida 33334

ARTICLE VII

INITIAL BOARD OF DIRECTORS

The affairs of this Corporation shall be conducted by a Board of Directors of at least three members. The manner in which the directors of the Corporation shall be elected or appointed shall be set forth in the bylaws of the Corporation. The name and address of each person who is to serve as an initial director is:

Lama Pema Tenzin
61 Union Stone Drive,
San Rafael, CA 94903

John Earle
1515 E Broward Blvd #306,
Fort Lauderdale, Florida 33301

Anita Shirreffs
3050 NE 16 Ave. #105,
Fort Lauderdale, Florida 33334

ARTICLE VIII

INCORPORATORS

The name and address of each incorporator is:

Lama Pema Tenzin
61 Union Stone Drive,
San Rafael, CA 94903

John Earle
1515 E Broward Blvd #306,
Fort Lauderdale, Florida 33301

Anita Shirreffs
3050 NE 16 Ave. #105,
Fort Lauderdale, Florida 33334

ARTICLE IX

AMENDMENTS TO ARTICLES OF INCORPORATION

Amendments to these Articles of Incorporation may be proposed by any member of the Board of Directors and adopted by a two-thirds vote of all Directors at any meeting duly called for that specific purpose.

ARTICLE X

POWERS

As a means of accomplishing the purposes set forth in Article III herein, this Corporation shall have the following powers:

1. To raise funds by solicitations, business enterprises, private or governmental grants or borrowing.

2. To accept and receive donations and contributions of services and money and property of every kind and description by gift, subscription, devise, bequest, or otherwise.
3. To buy, build, lease, sell, mortgage, manage or otherwise deal with real or personal property.
4. To enter into contracts or agreements of any kind.
5. To hold, invest, reinvest and manage money and property and to use the principal and income thereof.
6. To borrow money and execute and issue promissory notes, bonds, debentures, and other evidence of indebtedness, from time to time, for any lawful corporate purpose and to mortgage, pledge and otherwise charge any and all of its property and other assets to secure the payment thereof.
7. To do all and everything necessary and proper for the accomplishment of any of the objects or purposes enumerated in these Articles of Incorporation or any amendment thereto, or in the furtherance thereof or necessary or incidental to the protection and benefit of the Corporation, and in general, either alone or in association with other charitable corporations, organizations, partnerships, firms or individuals to carry on any lawful pursuit necessary or incidental to the accomplishment of the purposes or objectives for which this Corporation is formed, and to have all of the powers conferred upon this Corporation by the laws of the State of Florida and Chapter 617 of the Florida Statutes governing Corporations Not For Profit, or of any other state or country and not prohibited by

Florida law.

8. The objects and purposes specified in the foregoing clauses of this Article, unless expressly limited, shall not be limited or restricted by reference to, or inference from, any provision in this or any other Article of these Articles of Incorporation, shall be regarded as independent objects and purposes and shall be construed as powers as well as objects and purposes, all as permitted by law.

ARTICLE XI

CHARITABLE RESTRICTIONS AND LIMITATIONS

The purposes and operations of this Corporation shall be specifically restricted and limited as follows:

1. 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 Four 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 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

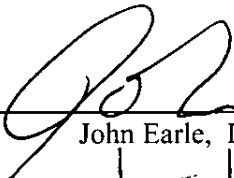
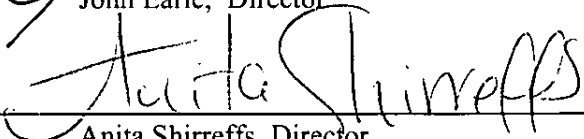
the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

2. 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 the purposes of this corporation.
3. 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.

IN WITNESS WHEREOF, the undersigned directors and incorporators have hereunto set their hands and seals this day of August 15, 2011.

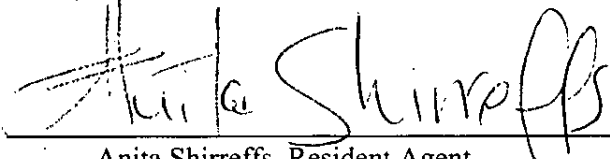


Lama Pema Tenzin, Director


John Earle, Director

Anita Shirreffs, Director

ACKNOWLEDGMENT OF RESIDENT AGENT

Having been named to accept service of process for Vajrayana Arts Institute, Inc., at the place designated in Article V of the Articles of Incorporation, I am familiar with and hereby accept to act in this capacity, and agree to comply with the provisions of Section 617.0501 of the Florida Statutes relative to keeping the resident office. The mailing address for the principal place of business is 3050 NE 16 Ave. #105, Fort Lauderdale, Florida 33334.


Anita Shirreffs, Resident Agent

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