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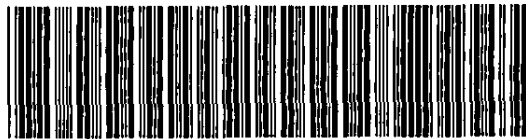
(Business Entity Name)

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SECRETARY OF STATE  
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W14-95989

## COVER LETTER

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

SUBJECT: Yoga and Mindfulness Outreach, 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: Lawrence Huff  
Name (Printed or typed)

7251 Wayne Avenue, #33

Address

Miami Beach, FL 33141

City, State & Zip

305-926-3578

Daytime Telephone number

huffyoga@yahoo.com

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

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



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FLORIDA DEPARTMENT OF STATE  
Division of Corporations

ALCO  
TALLAHASSEE, FL 32314

July 28, 2014

LAWRENCE HUFF  
7251 WAYNE AVE #33  
MIAMI BEACH, FL 33141

SUBJECT: YOGA AND MINDFULNESS OUTREACH, INC.  
Ref. Number: W14000045984

We have received your document for YOGA AND MINDFULNESS OUTREACH, 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):

The registered agent must sign accepting the designation.

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) 245-6052.

Jessica A Fason  
Regulatory Specialist II

Letter Number: 414A00016071

**ARTICLES OF INCORPORATION**  
In compliance with Chapter 617, F.S., (Not for Profit)

The undersigned, acting as incorporator of a corporation under Chapter 617 of Florida Statutes, adopts the following Articles of Incorporation:

**ARTICLE I NAME**

The name of the corporation shall be:

**Yoga and Mindfulness Outreach, Inc.**

**ARTICLE II PRINCIPAL OFFICE**

Principal street address:

7251 Wayne Avenue, Unit #33  
Miami Beach, FL 33141

Mailing address is the same.

**ARTICLE III PURPOSE**

Purposes are exclusively charitable, educational and scientific: to provide tools for stress management, self-awareness, impulse control, distress tolerance, ethical actions and personal empowerment by teaching yoga and mindfulness disciplines in correctional facilities and juvenile justice programs, and secondarily to other populations who would otherwise not have access.

1. This corporation is formed exclusively for charitable and educational 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 law.
2. To aid, support and assist by gifts, contributions, or otherwise, other corporations, community chests, funds and foundations organized and operated exclusively for charitable or educational purposes, no part of the net earnings of which inures to the benefit of any private shareholder or individual, and no substantial part of the activities of which is carrying on propaganda, or otherwise attempting to influence legislation.,

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TALLAHASSEE FLORIDA

3. To do any and all lawful activities which may be necessary, useful, or desirable for the furtherance, accomplishment, fostering, or attaining of the foregoing purposes, either directly or indirectly, and either alone or in conjunction or cooperation with others, whether such others be persons or organizations of any kind or nature, such as corporations, firms, associations, trusts, institutions, foundations, or governmental bureaus, departments or agencies.

4. All the foregoing purposes shall be exercised exclusively as charitable and educational purposes in such a manner that the Corporation will qualify as an exempt organization under section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

#### ***ARTICLE IV 501(c)(3) LIMITATIONS***

1. CORPORATE PURPOSES: Notwithstanding any other provision of these 9 articles, this organization shall not carry on any other activities not permitted to be carried on by an organization exempt from Federal and state income tax under section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

2. EXCLUSIVITY: The Corporation is organized exclusively for charitable and educational purposes.

3. NO PRIVATE INUREMENT: The Corporation is not organized nor shall it be operated for the primary purpose of generating pecuniary gain or profit. The Corporation shall not distribute any gains, profits or dividends to the Directors, Officers, or Members thereof, or to any individual, except as reasonable compensation for services actually performed in carrying out the Corporation's charitable and educational purposes. The property, assets, profits and net income of the Corporation are irrevocably dedicated to charitable and educational purposes no part of which shall inure to the benefit of any individual.

3. LOBBYING AND POLITICAL CAMPAIGNS: No substantial part of the activities of the corporation shall consist of the carrying of propaganda or otherwise attempting to influence legislation, and the corporation shall not participate, or intervene in, any political campaign on behalf of any candidate for public office.

5. DISSOLUTIONS: Upon winding up and dissolution of the Corporation, the assets of the Corporation remaining after payment of all debts and liabilities shall be distributed to an organization recognized as exempt under section 501(c)(3) of the Internal Revenue Code of 1986 to be used exclusively for charitable and educational purposes. If the Corporation holds any assets in trust, such assets shall be disposed of in such a manner as may be directed by decree of the Circuit Court of the district in which the Corporation's principal office is located, upon petition thereof by the Attorney General or by any person concerned in the liquidation.

6. PRIVATE FOUNDATION PROVISIONS: In the event this Corporation is considered to be a "Private Foundation" by the U.S. Internal Revenue Service under provisions of the United States Code the following provisions apply:

- a.) The Corporation will distribute its income for each tax year at a time and in a manner as not to become subject to the tax on undistributed income imposed by section 4942 of the Internal Revenue Code, or the corresponding section of any future Federal tax code.
- b.) The Corporation will not engage in any act of self-dealing as defined in section 4941(d) of the Internal Revenue Code, or the corresponding section of any future Federal tax code.
- c.) The Corporation will not retain any excess business holdings as defined in section 4943(c) of the Internal Revenue Code, or the corresponding section of any future Federal tax code.
- d.) The Corporation will not make any investments in a manner as to subject it to tax under section 4944 of the Internal Revenue Code, or the corresponding section of any future Federal tax code.
- e.) The Corporation will not make any taxable expenditures as defined in section 4945(d) of the Internal Revenue Code, or the corresponding section of any future Federal tax code.

#### ***ARTICLE V INDEMNIFICATION***

Any person (and the heirs, executors and administrators of such person) made or threatened to be made to a party to any action, suit or proceeding by reason of the fact that he/she is or was a Director or Officer of the Corporation shall be indemnified by the Corporation against any and all liability and the reasonable expenses, including attorney's fees and disbursements, incurred by him/her (or by his/her heirs, executors or administrators) in connection with the defense or settlement of such action, suit or proceeding, or in connection with any appearance therein, except in relation to matters as to which it shall be adjudged in such action, suit or proceeding that such Director or Officer is liable for negligence or misconduct in the performance of his/her duties. Such right of indemnification shall not be deemed exclusive of any other rights to which such Director or Officer (or such heirs, executors or administrators) may be entitled apart from this Article.

#### ***ARTICLE VI DURATION/MEMBERSHIP***

The period of duration is perpetual. The qualification for members, if any, and the manner of their admission shall be regulated by the bylaws.

***ARTICLE VII BOARD OF DIRECTORS***

The method of selection of the Board of Directors and number of Directors shall be stated in the bylaws.

***INITIAL DIRECTORS AND/OR OFFICERS:***

**PRESIDENT:** Lawrence Huff

7251 Wayne Avenue, Unit #33, Miami Beach, FL 33141

**VICE PRESIDENT:** Patricia Rossato

6904 SW 110 Avenue, Miami, FL 33173  
m

**SECRETARY/TREASURER:** Donna Joan MacDonald

12955 NE 11<sup>th</sup> Avenue, Miami, FL 33161

**DIRECTOR:** Terry Ahern

2432 Monroe St., Hollywood, FL 33020

**DIRECTOR:** Herbert Heck

1101 NE 2<sup>nd</sup> Court, Hallandale Beach, FL 33009

**DIRECTOR:** Miyako Haig

P.O. Box 402007, Miami Beach, FL 33140

**ARTICLE VIII REGISTERED AGENT**

The name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:

Name: Lawrence Huff

Address: 7251 Wayne Avenue, Unit #33, Miami Beach, FL 33141

**ARTICLE IX INCORPORATOR**

The name and address of the Incorporator is:

Name: Donna Joan MacDonald

Address: 12955 NE 11<sup>th</sup> Avenue, Miami, FL 33161

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TALLAHASSEE FLORIDA

*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*

Lawrence Huff Aug. 10, 2014  
Required Signature of Registered Agent Date

*I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.*

Donna Joan MacDonald 07-17-2014  
Required Signature of Incorporator Date