

N22000012511

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

(Business Entity Name)

(Document Number)

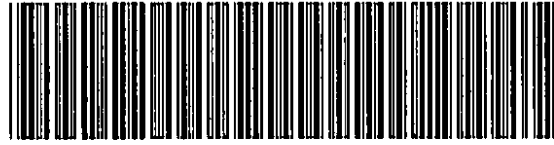
Certified Copies _____

Certificates of Status _____

Special Instructions to Filing Officer:

App Adoption Date and
Effective Date

Office Use Only



200392755142

06, 02/23--01026--023 ++43.75

FILED
2023 SEP 13 AM 7:17
CLERK OF STATE
NOTES FERTIL

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Sana Space, Inc.

DOCUMENT NUMBER: N22000012311

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Dr. Andrea Romero

(Name of Contact Person)

Sana Space, Inc.

(Firm/ Company)

6214 Trail Blvd.

(Address)

Naples, Fla. 34108

(City/ State and Zip Code)

sana@sanaspace.us

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

For further information concerning this matter, please call:

Colleen Bratek

(Name of Contact Person)

at 239

(Area Code)

444-8459

(Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

- | | | | |
|--|---|---|---|
| <input type="checkbox"/> \$35 Filing Fee | <input checked="" type="checkbox"/> \$43.75 Filing Fee &
Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed) | <input checked="" type="checkbox"/> \$52.50 Filing Fee
Certificate of Status
Certified Copy
(Additional Copy is
Enclosed) |
|--|---|---|---|

Mailing Address

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address

Amendment Section
Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

AMENDED & RESTATED ARTICLES OF INCORPORATION

OF

SANA SPACE, INC

(A Florida Not-For-Profit Corporation)

FILED

2023 SEP 13 AM 7:18

CLERK OF STATE
TALLAH. CO. FL

Pursuant to the provisions of section 617.1006, Florida Statutes, this Florida-Not-For Profit Corporation adopts the following amendments and restatements to its Articles of Incorporation.

1. The name of the corporation is SANA SPACE, INC. (the "Corporation").
2. The Articles of Incorporation for the Corporation are being amended and restated in their entirety as for forth in Exhibit "A" attached hereto and incorporated herein by this reference.
3. Approval of the Amended and Restated Articles of Incorporation is required by the board of directors and no other person or group. The Amended and Restated Articles of Incorporation were adopted by the board of directors of the Corporation on 04, 2023 in the manner prescribed by the Florida Nonprofit Corporation Act and are to become effective as of April 15, 2023.
4. The Amended and Restated Articles of Incorporation supersede the original Articles of Incorporation and all amendments and/pr restatements thereto in their entirety.

The foregoing amendments were proposed in accordance with state law and were adopted by unanimous consent of the board members on April 15, 2023.

Effective as of April 15th, 2023.



Andrea C. Romero

Incorporation

**AMENDED & RESTATED
ARTICLES OF INCORPORATION
OF
SANA SPACE INC
(A Florida Not-For-Profit Corporation)**

FILED
2023 SEP 13 AM 7:18
CLERK OF STATE
TALLAHASSEE, FL

**ARTICLE I
NAME**

The name of this corporation shall be Sana Space Inc. hereinafter called the "Corporation")

**ARTICLE II
PRINCIPAL OFFICE AND/OR MAILING ADDRESS**

The street address of the initial principal office and the mailing address of the Corporation is 6214 Trail Blvd., Naples, FL 34108

**ARTICLE III
PURPOSE**

This Corporation is a not-for-profit corporation, organized and shall be operated exclusively for scientific, educational and charitable purposes, within the meaning of section 501 (c)(3) of the Internal Revenue Code of 1986, as amended (the "Code"), and not for pecuniary profit. More specifically, the Corporation is organized and shall be operated exclusively to carry out the following purposes:

- (a) To establish and operate natural treatments to those who can't afford such treatments using cutting-edge technology;
- (b) To accept, hold, administer, invest and disburse for scientific, educational and charitable purposes such funds or property as may from time to time be given to it by any person, persons, or corporations, or earned by it in its activities;
- (c) To perform feasibility studies and evaluations regarding natural treatments and processes;
- (d) To educate the public and provide grants to individuals who may not afford such natural treatments;
- (e) To participate in any activity designed and implemented to promote the charitable purposes of the Corporation;
- (f) To provide scholarships and grants to individuals in line with the organization's exempt activities; and

(g) To conduct any and all such other activities as are lawful and proper for corporations formed under the Florida Not-For-Profit Act and Section 501 (c)(3) of the Code that are in furtherance of and support of the foregoing purposes.

The purposes of this not-for-profit corporation shall be limited to one or more of the exempt purposes listed in Section 501 (c)(3). The organization shall not be permitted to engage in no-exempt activity and assets of the organization must be permanently dedicated to an exempt purpose.

ARTICLE IV INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 6214 Trail Blvd. Naples, FL 34108; and the name of the Corporation's initial registered agent at that address is Andrea C. Romero.

ARTICLE V BOARD OF DIRECTORS

The affairs of this Corporation shall be managed by a Board of Directors. The number of Directors shall initially be three (3). The number of Directors may be increased or decreased from time to time in accordance with the by-laws of the Corporation, but shall never be less than three. The manner of election of members of the Board of Directors shall be regulated by the Bylaws of the Corporation. The names and addresses of the persons to serve as directors are:

Title: CEO/President and Director
Dr. Romero,
1731 Tarpon Bay Dr. So.
Naples, FL 34119

Title: Director
Betty Jane Pankersley
382 Bruce Rd.
Mars Hill, NC 28754

Title: Director
Ciara Riverah
3703 Florham Place
Nashville, NC 28803

ARTICLE VI DISSOLUTION

Upon the dissolution or winding up of this Corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the Corporation, shall be distributed for one or more exempt purposes within the meaning of Section 501 (c)(3) of the Internal Revenue Code, or corresponded Section of any future tax code, or shall be distributed to

the federal government, or to a state or local government for a public purpose as selected by the Board of Directors.

ARTICLE VII LIMITATIONS

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its directors, 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 any of its purposes. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting, to influence legislation (except as otherwise provided in subsection (h) of section 501 of the Code), and the Corporation shall not participate or intervene in (including the publishing or distributing of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501 (c)(3) of the Code (or the corresponding provision of any future United States Internal Revenue Law), or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Code (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE VIII INDEMNIFICATION

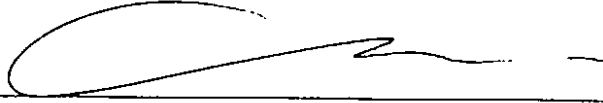
Each person (including here and hereinafter, the heirs, executors, administrators, or estate of such person) (a) who is or was a director of the Corporation, (b) who is or was an officer, agent or employee of the Corporation and as to whom the Corporation has agreed to grant such Indemnity hereunder, or (c) who is or was serving at the request of the Corporation as its representative in the position of a director, officer, trustee, partner, agent, or employee of another corporation, partnership, joint venture, trust or other enterprise and as to whom the Corporation has agreed to grant such indemnity hereunder, shall be indemnified by the Corporation as of right to the fullest extent permitted or authorized by current or future legislation or by current or future judicial or administrative decision (but, in the case of any future legislation or decision, only to the extent that it permits the Corporation to provide broader indemnification rights than permitted prior to the legislation or decision), against all fines, liabilities, settlements, losses, damages, costs and expenses, including attorneys' fees, asserted against him or incurred by him in his capacity as such member, director, officer, trustee, partner, agent, employee or representative, or arising out of his status as such member, director, officer, trustee, partner, agent, employee or representative. The foregoing right of indemnification shall not be exclusive of other rights to which those seeking Indemnification may be entitled.

ARTICLE X INCORPORATOR

The name and address of the person signing these Amended & Restated Articles of Incorporation is:

Andrea C. Romero
6214 Trail Blvd.
Naples, FL 34108

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Amended & Restated Articles of Incorporation on this 30 day of May, 2023.

A handwritten signature in black ink, appearing to read 'Andrea C. Romero', is written above a horizontal line.

Andrea C. Romero
Incorporator



FLORIDA DEPARTMENT OF STATE
Division of Corporations

August 8, 2023

DR. ANDREA ROMERO
6214 TRAIL BLVD.
NAPLES, FL 34108

SUBJECT: SANA SPACE INC.
Ref. Number: N22000012311

We have received your document for SANA SPACE INC. and your check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The date of adoption of each amendment must be included in the document.

The effective date cannot be prior to or more than 90 days after the date of filing in this office.

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) 245-6050.

Anissa Butler
Regulatory Specialist II

Letter Number: 223A00017846

SEP 13 2023