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FILED  
95 JUN 12 PM 6:35  
TALLAHASSEE, FLORIDA

April 21, 1995

Secretary of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32301

(407-327-0237)

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-06/12/95--01063--010  
\*\*\*\*122.50 \*\*\*\*122.50

Re: The Great Wake-Up Company, Inc.

Gentlemen:

Enclosed please find the following documents in connection with the above-referenced corporation:

1. Original and one copy of Articles of Incorporation of The Great Wake-Up Company, Inc., a nonprofit corporation; and
2. My check in the amount of \$122.50 representing the filing fee.

Please file the enclosed Articles of Incorporation upon receipt of same and return a certified copy to me. Should you have any questions or need additional funds, please call my office collect at the number above-written.

Sincerely,

*Ann Hoekstra*

Ann Hoekstra

AH/s

Enclosures

*Note:*

*P.S. We have changed our office address  
to a P.O. Box 195938  
Winter Springs, Fl. 32718*

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ARTICLES OF INCORPORATION  
OF  
THE GREAT WAKE-UP COMPANY

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TALLAHASSEE, FLORIDA

The undersigned, for the purposes of forming a nonprofit corporation under Florida Statutes Chapter 617, do hereby make and adopt the following Articles of Incorporation:

ARTICLE I - NAME

The name of the Corporation is: THE GREAT WAKE-UP COMPANY

ARTICLE II - NOT FOR PROFIT

The Corporation is a nonprofit corporation under the laws of the State of Florida. The Corporation is not formed for pecuniary profit. No part of the income or assets of the Corporation is distributable to or for the benefit of its Members, Trustees or Officers, except to the extent permissible under law.

ARTICLE III - DURATION

The duration (term) of the Corporation is perpetual.

ARTICLE IV - PURPOSES

A. The Corporation is organized, and shall be operated exclusively for, the following purposes: To conduct seminars, conventions, meetings and the like designed to enlighten the public on both productive and non-productive belief systems that will create their own reality through such courses.

B. To exercise all rights and powers conferred by the laws of the State of Florida upon nonprofit corporations, including without limiting the generality of the foregoing, to acquire by bequest, devise, gift, purchase, lease or otherwise any property of any sort or nature without limitation as to its amount or value, and to hold, invest, reinvest, manage, use, apply, employ, sell, expend, disburse, lease, mortgage, convey, option, donate or otherwise dispose of such property and the income, principal and proceeds of such property, for any of the purposes set forth herein.

C. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

D. The purposes for which this Corporation is organized is 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 of 1954 (or the corresponding provision of any future United States Internal Revenue Law) and to transact any or all lawful business and to do all other things incidental thereto or connected therewith that are not forbidden by the Florida corporation laws or by other law, or by these Articles of Incorporation, and to carry out the said purpose in any state, territory, district, or possession of the United States, or in any foreign country, to the extent the purpose is not forbidden by law of the state, territory, district, or possession of the United States, or by the foreign country.

#### ARTICLE V - LIMITATION

No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its Members, Trustees or Officers, but 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 4 (Purposes) hereof.

#### ARTICLE VI - MEMBERSHIP

The qualifications for membership and the manner of admission of members shall be regulated by the by-laws of the Corporation.

#### ARTICLE VII - INITIAL PRINCIPAL OFFICE AND REGISTERED AGENT AND OFFICE

The physical and mailing address of the initial Principal Office is 500 North Maitland Avenue, Suite 313, Maitland, Florida 32751.

The name, mailing and physical address of the Registered Agent of the Corporation is Ann Hoekstra, 500 North Maitland Avenue, Suite 313, Maitland, Florida 32751.

#### ARTICLE VIII - INITIAL BOARD OF TRUSTEES

The management of the Corporation shall be vested in a Board of Trustees. The number of Trustees constituting the initial Board of Trustees is three (3). The number of Trustees may be increased or decreased from time to time in accordance with the Bylaws, but shall never be less than three (3). The method of election of the Board of Trustees shall be set forth in the Bylaws.

#### ARTICLE IX - OFFICERS

The Officers of the Corporation shall consist of a President, Secretary, Treasurer and such other Officers and Assistant Officers as may be provided by the Bylaws.

#### ARTICLE X - INCORPORATORS

The name and address of each Incorporator is as follows:

<u>Name</u>	<u>Address</u>
Ann Hoesktra	500 N. Maitland Ave, Ste. 313 Maitland, Florida 32751
Julie Harrington	500 N. Maitland Ave, Ste. 313 Maitland, Florida 32751

#### ARTICLE XI - BYLAWS

The Bylaws of the Corporation are to be made and adopted by the Board of Trustees, and may be altered, amended or rescinded by the Board of Trustees.

#### ARTICLE XII - AMENDMENT

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and all rights and privileges conferred upon the Members, Trustees and Officers are subject to this reservation. The Articles of Incorporation may be amended in accordance with the provisions of the laws of the State of Florida, as amended from time to time, unless more specific provisions for amendments are adopted by the Corporation pursuant to law.

#### ARTICLE XIII - INDEMNIFICATION

The Corporation shall indemnify each Officer and Trustee, including former Officers and Trustees, to the full extent permitted by the laws of the State of Florida.

#### ARTICLE XIV - BYLAWS

The power to adopt, alter, amend and repeal the Bylaws shall be vested in the Board of Trustees, but all alterations, amendments and repeals of the Bylaws must be approved by a majority of the Voting Members.

#### ARTICLE XV - COMMENCEMENT OF CORPORATE EXISTENCE

In accordance with the laws of the State of Florida, the date when corporate existence shall commence is upon filing of these Articles of Incorporation with the Secretary of State, State of Florida.

#### ARTICLE XVI - NONSTOCK BASIS

This Corporation is organized on a nonstock basis. This Corporation shall not issue shares of stock.

#### ARTICLE XVII - EARNINGS

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 IV 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) of any political campaign on behalf of any candidate for public office. Notwithstanding any other provisions 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 of 1954 (or the corresponding provision of any future United States Internal Revenue Law); or (b) by a Corporation, contributions to which are deductible under Section 701(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

#### ARTICLE XVIII - DISTRIBUTION OF INCOME

A. The Corporation will distribute its income for each tax year at such time and in such manner so that it will not become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1954, or corresponding provisions of any later federal tax laws.

B. The Corporation will not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1954, or corresponding provisions of any later federal tax laws.

C. The Corporation will not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code of 1954, or corresponding provisions of any later federal tax laws.

D. The Corporation will not make any investments in a manner that would subject it to tax under Section 4944 of the Internal Revenue Code of 1954, or corresponding provisions of any later federal tax laws.

E. The Corporation will not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1954, or corresponding provisions of any later federal tax laws.

STATE OF FLORIDA  
COUNTY OF ~~LAKE~~ SEMINOLE

Before me appeared JULIE HARRINGTON, who is personally known to me, has produced FLORIDA Driver License as identification and known to me to be the person described in and who executed the foregoing instrument, and severally acknowledged to and before me that she executed said instrument for the purposes therein expressed.

this 26th day of May, 1995.

Charlotte E. Rean  
Notary Public CHARLOTTE E. REAN  
My Commission expires: 9-21-97  
CC # 318891

ACCEPTANCE OF DESIGNATION OF REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of THE GREAT WAKE-UP COMPANY, which is contained in the foregoing Articles of Incorporation.

DATED this 26th day of May, 1995.

Ann Hoekstra  
Ann Hoekstra, Registered Agent

#H 23604846948

Exp. 12/95

