



THE UNITED STATES
CORPORATION
COMPANY

N9900004037

FILED

99 JUL -1 PM 3:02

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 294168 4352702

AUTHORIZATION :

Patricia Pigato

COST LIMIT : \$ 78.75

ORDER DATE : July 1, 1999

ORDER TIME : 9:13 AM

ORDER NO. : 294168-005

700002920507--0

CUSTOMER NO: 4352702

CUSTOMER: Ms. Lisa Folis
WILLIAMS PARKER HARRISON DIETZ
WILLIAMS PARKER HARRISON DIETZ
200 South Orange Avenue

Sarasota, FL 34236

DOMESTIC FILING

NAME: THE KATHRYN CALKIN HANCOCK
FOUNDATION FOR HEALTH AND
WELLNESS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christine Lillich

EXAMINER'S INITIALS:

PH 7/1/99

RECEIVED

87:6 AM 1-70766

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
THE KATHRYN CALKIN HANCOCK FOUNDATION FOR HEALTH AND
WELLNESS, INC.

FILED
99 JUL -1 PM 3:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In order to form a corporation under and in accordance with the provisions of Chapter 617, Florida Statutes, I hereby make, adopt and subscribe the following Articles of Incorporation:

I.
NAME OF CORPORATION

The name of this corporation shall be:

The Kathryn Calkin Hancock Foundation for Health and Wellness, Inc.

The principal address and the mailing address of the corporation shall be:

1800 Ben Franklin Drive
Sarasota, Florida 34236

II.
PURPOSES

The purposes for which the corporation is organized are exclusively religious, charitable, scientific, literary and educational 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.

The general nature, objects and purposes of the corporation shall be to operate without profit and to accept and receive property of whatever kind, and wherever situate, received by it by gift, grant, purchase, devise, bequest, or in any lawful manner.

This corporation is being established to assist with contributions to the evolution of health and wellness philosophy and will help to provide funding for the research of alternative medicine treatments, integrative services (which combine conventional and alternative treatments) health services, wellness initiatives and preventive programs.

• The National Institute of Health Office of Alternative Medicine classifies alternative medicine practices into the following six categories:

1. Diet/Nutrition/Lifestyle Changes
 - (a) Macrobiotics
 - (b) Megavitamins
 - (c) Diets
 - (d) Changes in Lifestyle
2. Mind/Body Control
 - (a) Art Therapy/Relaxation
 - (b) Biofeedback
 - (c) Counseling and Prayer Therapies
 - (d) Guided Imagery
 - (e) Hypnotherapy
 - (f) Sound/Music Therapy
3. Traditional and Ethnomedicine
 - (a) Acupuncture
 - (b) Ayur Veda
 - (c) Herbal Medicine
 - (d) Homeopathic Medicine
 - (e) Native American
 - (f) Natural Products
 - (g) Traditional Oriental Medicine
4. Structural and Energetic Therapies
 - (a) Acupressure
 - (b) Chiropractic Medicine
 - (c) Massage Therapy
 - (d) Reflexology
 - (e) Rolfing
 - (f) Therapeutic Touch
5. Pharmacological and Biological Treatments
 - (a) Anti-Oxidizing Agents
 - (b) Cell Treatments
 - (c) Chelation Therapy
 - (d) Metabolic Therapy
 - (e) Oxidizing Agents (Ozone, Hydrogen Peroxide)
6. Bioelectromagnetic Applications
 - (a) Electromagnetic Fields
 - (b) Electrostimulation and Neuromagnetic Stimulation Devices

The corporation shall not be limited to the advancement of the foregoing listed practices, although the foregoing list is instructive as to various identified practices of alternative health.

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 herein. 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 any candidate for public office. Notwithstanding any other provisions of these Articles, the corporation shall not carry on any activities not permitted to be carried on by a corporation exempt from Federal 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).

III. BOARD OF DIRECTORS

The affairs of the corporation shall be managed by a board of directors consisting of not less than three (3) persons, as determined pursuant to provisions of the Bylaws. Qualification of the board of directors will be determined pursuant to the provisions of the Bylaws.

IV. CORPORATE EXISTENCE

The existence of this corporation shall begin effective July 1, 1999 and shall be perpetual, unless dissolved according to law.

V. BYLAWS

The first board of directors of the corporation shall adopt Bylaws consistent with these Articles of Incorporation. Thereafter, the Bylaws may be altered, amended or rescinded by the directors in the manner provided by such Bylaws.

VI. REGISTERED OFFICE

The street address of the initial registered office of the corporation is 200 South Orange Avenue, Sarasota, Florida 34236, and the name of the initial registered agent of this corporation at that address is Susan Barrett Hecker.

**VII.
INCORPORATORS**

The name and address of the incorporator to these Articles of Incorporation is as follows:

Faith Simolari
1800 Ben Franklin Drive
Sarasota, Florida 34236

**VIII.
COMMITTEES**

The corporation may establish such committees as may be necessary to efficiently carry out the general purposes and activities of the corporation.

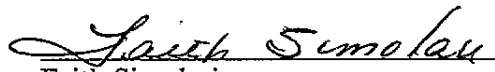
**IX.
DISTRIBUTION UPON DISSOLUTION**

Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or 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 disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the organization 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.

**X.
AMENDMENT**

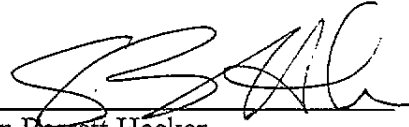
This corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, in the manner now or hereafter prescribed by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 25th day of June, 1999.


Faith Simolari
Incorporator

ACCEPTANCE OF APPOINTMENT BY REGISTERED AGENT

The undersigned hereby consents to the appointment as Registered Agent of The Kathryn Calkin Hancock Foundation for Health and Wellness, Inc., to accept service of process upon said corporation in this state. By execution hereof, the undersigned accepts appointment as registered agent of the Corporation, and acknowledges that he is familiar with, and accepts, the obligations of that position.



Susan Barrett Hecker
Registered Agent

-315739.1

FILED
99 JUL -1 PM 3:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA