

103 N. MERIDIAN STREET, LOWER LEVEL  
TALLAHASSEE, FL 32301  
222-1173

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ACCT. #FCA-14

CONTACT: CINDY HICKS

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-02/10/00--01012--033  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

DATE: 2-10-00

REF. #: 0163. 10601

CORP. NAME: Barbara Brennen School of Healing, Inc

- ARTICLES OF INCORPORATION
- ARTICLES OF AMENDMENT
- ARTICLES OF DISSOLUTION
- ANNUAL REPORT
- TRADEMARK/SERVICE MARK
- FICTITIOUS NAME
- FOREIGN QUALIFICATION
- LIMITED PARTNERSHIP
- LIMITED LIABILITY
- REINSTATEMENT
- MERGER
- WITHDRAWAL
- CERTIFICATE OF CANCELLATION
- UCC-1
- UCC-3
- OTHER: \_\_\_\_\_

RECEIVED  
FILED  
00 FEB 10 AM 10:24  
00 FEB 10 AM 11:04  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

STATE FEES PREPAID WITH CHECK# 7004 FOR \$ 78

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:

COST LIMIT: \$ \_\_\_\_\_

PLEASE RETURN:

- CERTIFIED COPY
- CERTIFICATE OF GOOD STANDING
- PLAIN STAMPED COPY
- CERTIFICATE OF STATUS

Examiner's Initials \_\_\_\_\_

*CB*  
*2-10-00*  
*6*

**ARTICLES OF INCORPORATION  
OF  
BARBARA BRENNAN SCHOOL OF HEALING, INC.**

**FILED**  
00 FEB 10 AM 11:04  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

The undersigned incorporator to these Articles of Incorporation hereby forms a corporation under the laws of the State of Florida as follows:

**ARTICLE I  
Name and Address**

The name of this Corporation is: BARBARA BRENNAN SCHOOL OF HEALING, INC. The street and mailing address of the Corporation is: 201 N. Franklin Street, Tampa, Florida 33601.

**ARTICLE II  
Term of Existence**

This Corporation shall have perpetual existence, commencing upon the date of filing of these Articles with the Florida Department of State.

**ARTICLE III  
Purpose**

This Corporation is organized for the purpose of transacting any and all lawful business.

**ARTICLE IV  
Powers**

The Corporation shall have the power:

- (a) To operate a school that will teach alternative methods of healing including, but not limited to, spiritual elements of healing and energy healing practices.
- (b) To plan, organize and execute spiritual healing instruction and other educational programs.
- (c) To have perpetual succession by its corporate name.
- (d) To sue and be sued, complain, and defend in its corporate name in all actions or proceedings.

(e) To have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced.

(f) To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal in and with real or personal property or any interest therein, wherever situated.

(g) To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets.

(h) To lend money to and use its credit to assist its officers and employees to the full extent permitted by law.

(i) To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporations, associations, partnerships or individuals, or direct or indirect obligations of the United States or any other government, state, territory, governmental district, or municipality or of any instrumentality thereof.

(j) To make contracts and guaranties and incur liabilities, borrow money at such rates of interest as the Corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises, and income.

(k) To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested.

(l) To conduct its business, carry on its operations, and have offices and exercise the powers granted by the Florida General Corporation Act within or without the State of Florida.

(m) To elect or appoint officers and agents of the Corporation and define their duties and fix their compensation.

(n) To make and alter bylaws, not inconsistent with these Articles of Incorporation and the laws of this State, for the administration and regulation of the affairs of the Corporation.

(o) To make donations for the public welfare or for charitable, scientific or educational purposes.

(p) To transact any lawful business which the Board of Directors shall find will be in aid of governmental policy.

(q) To pay pensions and establish and carry out pension plans, profit sharing plans, stock bonus plans, stock option plans, retirement plans, benefit plans and other incentive and compensation plans for any or all of its directors, officers, and employees and for any or all of the directors, officers, and employees of its subsidiaries.

(r) To provide insurance for its benefit on the life of any of its directors, officers, or employees, or on the life of any shareholder for the purpose of acquiring at her death shares of its stock owned by the shareholder or by the spouse or children of the shareholder.

(s) To be a promoter, incorporator, general partner, limited partner, member, associate, or manager of any corporation, partnership, limited partnership, joint venture, trust, or other enterprise.

(t) To have and exercise all powers necessary or convenient to effect its purposes.

#### **ARTICLE V** **Capital Stock**

This Corporation is authorized to issue 10,000 shares of \$.01 par value per share common stock, which shall be designated Common Shares.

#### **ARTICLE VI** **Initial Registered Office and Agent**

The street address of the initial registered office of this Corporation is One Tampa City Center, 22<sup>nd</sup> Floor, Tampa, Florida 33602, and the name of its initial registered agent at such address is D. Lockwood Gray, Esquire.

#### **ARTICLE VII** **Directors and Advisory Directors**

The Board of Directors shall consist of two categories of directors: Directors and Advisory Directors. Except as provided in Article IX of these Articles of Incorporation, the management and control of the business and affairs of the Corporation shall be vested in the Directors, who shall be elected in the number and manner provided in the Bylaws. Each Director shall be entitled to cast one vote on each matter properly before the Board of Directors. Advisory Directors shall be elected in the number and manner provided in the Bylaws. Advisory Directors shall provide advice and counsel to the Directors. Advisory Directors shall be invited

to attend Board meetings and to participate in such meetings, but shall not be entitled to any vote with respect to any matter before the Board of Directors. Advisory Directors shall not be considered members of the Board of Directors for quorum purposes.

**ARTICLE VIII**  
**Degree Granting Authority**

The Corporation shall have the power to confer such instructional and honorary diplomas as it shall have from time to time been authorized to grant by the Board of Education of the State of Florida.

**ARTICLE IX**  
**Incorporator**

The name and address of the person signing these Articles is:

<u>Name</u>	<u>Address</u>
D. Lockwood Gray	201 N. Franklin Street 22 <sup>nd</sup> Floor Tampa, Florida 33602


**ARTICLE X**  
**Bylaws**

The power to adopt, alter, amend or repeal Bylaws shall be vested in the stockholders of this Corporation.

**ARTICLE XI**  
**Amendment**

These Articles of Incorporation may be amended in the manner provided by law, as limited by the Corporation's Bylaws.


IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation, this 9<sup>th</sup> day of February, 2000.

  
\_\_\_\_\_  
D. Lockwood Gray  
Sole Incorporator

11180-001-704197

**ACCEPTANCE BY REGISTERED AGENT**

Having been named Registered Agent and designated to accept service of process for the within-named Corporation, at the place designated herein, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

  
D. Lockwood Gray

Dated: February 9, 2000

11180-001-704197

**FILED**  
00 FEB 10 AM 11:04  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA