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(Requestor's Name)

McDONALD  
3687 RED BUC LAKE RD.  
WINTER SPLS, FL. 32708

(City/State/Zip/Phone #)

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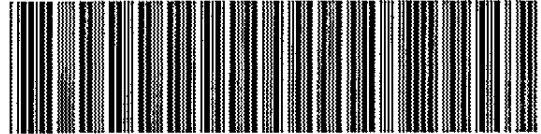
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**ARTICLES OF INCORPORATION  
OF  
CENTER FOR MIND AND BODY IN HARMONY, INC.**

The undersigned incorporators deliver these Articles of Incorporation in order to form a corporation under the Florida Business Corporation Act, and hereby adopt the following Articles of Incorporation.

**ARTICLE I  
NAME AND PRINCIPLE PLACE OF BUSINESS**

The name of the corporation shall be CENTER FOR MIND AND BODY IN HARMONY, INC. The principle place of business of this corporation shall be 5687 Red Bug Lake Rd., Winter Springs, FL 32708 and the mailing address of the corporation shall be the same.

**ARTICLE II  
CORPORATE PURPOSES, POWER AND RIGHTS**

The purpose of the corporation is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

**ARTICLE III  
DURATION OF THE CORPORATION**

Existence of the Corporation shall commence on the date all fees are paid and these Articles of Incorporation are filed by the Secretary of State and the Corporation shall exist perpetually unless dissolved according to law.

**ARTICLE IV  
AUTHORIZED STOCK**

The total number of shares of capital stock which the Corporation has the authority to issue is One-Hundred (100) shares of Common Stock, with a \$1.00 par value per share.

**ARTICLE V  
REGISTER OFFICE AND REGISTERED AGENT**

The name and address of the Registered Agent of the Corporation is:

NAME  
RICHARD E. MCDONALD

ADDRESS  
4732 Swansneck PL.  
Winter Springs FL 32708

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE VI**  
**INITIAL BOARD OF DIRECTORS**

The initial Board of Directors shall consist of two (2) persons. The name and addresses of the person(s) who shall serve as director(s) of the Corporation until the first meeting of shareholders are:

NAME	ADDRESS
RICHARD E. MCDONALD	4732 Swansneck PL. Winter Springs FL 32708

NAME	ADDRESS
TODD M. FACELLO	947 Malden Ct. Longwood FL 32750

**ARTICLE VII**  
**OFFICERS OF THE CORPORATION**

The names of the persons who are to serve as officers of the Corporation who shall hold the office for the first year of the Corporation, or until their successors are elected or appointed are:

RICHARD E. MCDONALD	President/Treasurer
TODD M. FACELLO	Vice President/Secretary

**ARTICLE VIII**  
**INCORPORATOR**

The name and address of the incorporator of the Corporation is:

NAME	ADDRESS
RICHARD E. MCDONALD	4732 Swansneck PL. Winter Springs FL 32708

**ARTICLE IX**  
**PRE-EMPTIVE RIGHTS**

Each shareholder of this Corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in this Corporation that may from time to time be issued (whether or not presently authorized), including shares from the treasury of this Corporation, in the ratio that the number of shares he holds at the time of issue bears to the total number of shares outstanding, exclusive of treasury shares.

**ARTICLE X**  
**AMENDMENT OF ARTICLES AND BYLAWS**

The power to adopt, alter, amend or repeal the Articles of Incorporation or Bylaws of this corporation shall require an 80% vote of the shareholders.

**ARTICLE XI**  
**GREATER VOTING REQUIREMENTS FOR SHAREHOLDERS**

It will require a vote of 80% percent of the shareholders to ratify the following actions: (1) The sale, lease, exchange, or other disposition of all, or substantially all, of the property and assets, with or without the good will, of the Corporation; (2) The dissolution, complete or partial liquidation, merger, or consolidation of the Corporation; and, (3) The issuance of additional stock or other securities.

**ARTICLE XII**  
**INFORMAL ACTION OF DIRECTORS**

If all the directors severally or collectively consent in writing to any action taken or to be taken by the Corporation, and the writings evidencing their consent are filed with the Secretary of the Corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

18<sup>th</sup> The undersigned incorporator has executed these Articles of Incorporation this day of October, 2002.

  
\_\_\_\_\_  
RICHARD E. MCDONALD, Incorporator

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: CENTER FOR MIND AND BODY IN HARMONY, INC.
2. The name and address of the registered agent and office is:

RICHARD E. MCDONALD, 4732 Swansneck PL., Winter Springs FL 32708

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Executed this 18<sup>TH</sup> day of October, 2002

  
\_\_\_\_\_  
RICHARD E. MCDONALD

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA