

TRANSMITTAL LETTER

N00000004182

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: P-3 VENTURES, INC.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

400003299804--5
-06/21/00--01105--001
*****78.75 *****78.75

Enclosed is an original and one (1) copy of the articles of incorporation and a check for:

\$70.00
Filing Fee

\$78.75
Filing Fee &
Certificate of
Status

\$78.75
Filing Fee
& Certified Copy

\$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Linda Rivers
Name (Printed or typed)

2575 John Anderson Drive
Address

Ormond Beach, Florida 32176
City, State & Zip

(904) 441-6755
Daytime Telephone number

00 JUN 21 PM 5:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

NOTE: Please provide the original and one copy of the articles.

*KR
6/23*

FILED
00 JUN 21 PM 5:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**Articles of Incorporation
P-3 Ventures, Inc.**

We, the Incorporators, being natural persons of the age of twenty-one years or more and citizens of the United States, for the purpose of forming a corporation in the State of Florida, do hereby adopt the following Articles of Incorporation.

Article I - Name

The name of the Corporation shall be the P-3 Ventures, Inc., hereinafter referred to as The Corporation.

Article II – Principal Place of Business

The principal place of Business for the Corporation will be 2575 John Anderson Drive, Ormond Beach, Florida 32176

Article III - Purposes

The purposes for which the Corporation is organized are:

1. The Corporation is organized exclusively for charitable purposes as set forth in Section 501 (c) (3) of the Internal Revenue Code, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501 (c) (3) of such Code. The primary business of this corporation is to support ventures that promote the development of human potential through the holistic integration of mind, body, and spirit.
2. The Corporation will promote and support activities that focus on one or more of the following areas: improving and strengthening the lives of women and children; promoting health; connecting alternative/natural medicine with spiritual development; and, to improve the lives of people living in rural communities.
3. No part of the net earnings of this Corporation shall inure to the benefit of, or be distributable to its directors, officers or other private persons. 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 these Articles of Incorporation.

4. No substantial part of the activities of the Corporation shall include 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.
5. Notwithstanding any other provision 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, (b) by a Corporation, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code, or (c) by a nonprofit Corporation organized under the laws of the State of Florida pursuant to the provisions of Tax Reform Act of 1969.

Article IV – Manner in which the Directors Elected/Appointed

The manner in which the Directors are elected will be by majority vote of the Board of Trustees.

Article V – Directors

The authority for all affairs of this Corporation shall be in a Board of Directors. The Board of Directors shall have and may exercise all the powers of the Corporation as permitted by federal and state law. The first Board of Directors shall be three in number, and their names and addresses are as follows:

Nita Schmellick,	411 Glen Abbey Lane	DeBary, Florida 32713
Name	Address	
Bonnie MacFadyen	5438 Dubois Ave.	Port Orange, Florida 32127
Name	Address	
Linda J. Rivers	2575 John Anderson Drive	Ormond Beach, Florida 32176
Name	Address	



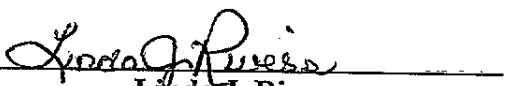
Article VI – Initial Registered Agent

The name and address of the initial registered agent and registered office are:


Registered Agent: **Linda Jocelyn Rivers**
Registered Office: **2575 John Anderson Drive**
Registered Address: **Ormond Beach, Florida 32176 - Volusia County**

Article VII – Incorporators

We, the Incorporators, declare that we have examined the foregoing Articles of Incorporation, and that the statements contained herein are, to the best of our knowledge and belief, true, correct and complete. Executed this 31st day of May 2000.

SIGNATURE AND NAME	ADDRESS
 _____ Nita Schmellick	411 Glen Abbey Lane DeBary, Florida 32713
 _____ Bonnie MacFadyen	5438 Dubois Ave. Port Orange, Florida 32127
 _____ Linda J. Rivers	2575 John Anderson Drive Ormond Beach, Florida 32176

Having been named as registered agent, to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

 _____ Linda J. Rivers Registered Agent	5/31/00 Date	2575 John Anderson Drive Ormond Beach, Florida 32176
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 00 JUN 21 PM 5:32
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA