

EIN# 59-3830475

**CHARTER
of the
White Creek Wellness Center**

A NON-PROFIT CORPORATION

The undersigned incorporators, under the Tennessee Nonprofit Corporation Act, adopt the following Charter for the above listed corporation:

PREAMBLE

We, the initial Board of White Creek Wellness Center, in order to promote interest in healthy living, provide practical instruction in such and the publication of materials and media on healthy living for general distribution, do ordain and establish this Charter for, a non-profit organization.

ARTICLE I

NAME: The name of this corporation is White Creek Wellness Center.

ARTICLE II

PUBLIC BENEFIT CORPORATION: The corporation is a public benefit corporation.

ARTICLE III

TYPE OF CORPORATION: This corporation is not a religious corporation.

ARTICLE IV

REGISTERED OFFICE: The address of the initial current registered office of this corporation is:

White Creek Wellness Center
332 Pine Flat Road
Deer Lodge, TN 37726

REGISTERED AGENT: The name and address of the registered agent of this corporation is:

Leslie D. Bauer
PO Box 208
Deer Lodge, TN 37726

ARTICLE V

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INCORPORATORS: The names and addresses of the incorporators of this corporation are:

Leslie D. Bauer, PO Box 208, Deer Lodge, TN 37726

Angelique D. Borgstrom, PO Box 1771, Loganville, GA 30052

Evan E. Evans, 16250 SW 274th Street, Homestead, FL 33031

Jeffrey Wiktorowski, 179 Little Walker Road, Shohola, PA 18458

Homero Paredes, 4877 Horseman Drive, Roanoke, VA 24019

ARTICLE VI

PRINCIPAL OFFICE: The address of the corporation principal office is:

332 Pine Flat Road, Deer Lodge, TN 37726

ARTICLE VII

NONPROFIT CORPORATION: This corporation is a nonprofit corporation.

DURATION: The period of duration of this corporation is perpetual.

PURPOSE AND FILING: This corporation is organized exclusively as a public benefit corporation for one or more of the purposes as specified 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 the Internal Revenue Code, or corresponding section of any future federal tax code.

These Articles of Incorporation are being filed pursuant to the Tennessee Nonprofit Corporation Act, compiled in chapters 51 - 68 of Title 48, Tennessee Code Annotated.

ARTICLE VIII

MEMBERSHIP: This corporation will not have members.

QUALIFICATIONS: The officers of the corporation shall be selected in accordance with the Bylaws of the Seventh Day Adventist Reform Movement Southeast United States Field, a 501(c)(3) non-profit organization.

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OBLIGATIONS: All officers shall be obligated to follow the standards established in the PREAMBLE, to adhere to the Bylaws of this organization and adhere to the rules and regulations established by the regular organizational delegation meetings of the Seventh Day Adventist Reform Movement Southeast United States Field or governing Board of this corporation.

Additional provisions specifying the rights, privileges, and obligations of officers shall be contained in the Bylaws of this corporation pursuant to, and in accordance with, the laws of the state of Tennessee.

ARTICLE IX

DISSOLUTION: This corporation may be dissolved by a two-thirds vote of the delegates of both the Board of the corporation AND a two-thirds vote of the Seventh Day Adventist Reform Movement Southeast United States Field at an organizational meeting. Upon the dissolution of this corporation, 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 tax code. Any such assets not so disposed of shall be disposed by the Court of Common Pleas of the county in which the principal office of this corporation or corporations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE X

ACTIVITIES: Notwithstanding any other provision of these articles, this corporation shall not carry on any other activity not permitted to be carried on (a) by an organization exempt from Federal income tax under section 501 (c) (3) of the Internal Revenue Code of 1986, or corresponding provision of any future United States Internal Revenue law; or (b), by an organization, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code of 1986, or corresponding provision of any future United States Internal Revenue law.

No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and the organization shall not participate or intervene in any political campaign, including the publishing or distribution of statements, on behalf of any candidate for public office.

ARTICLE XI

BYLAWS: The Bylaws shall be the working rules of this corporation. The election for the adoption of the Bylaws must occur within six (6) months following the approval of this corporation by the Tennessee Department of State. The officers

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shall adopt Bylaws by a simple majority vote of the members of the Seventh Day Adventist Reform Movement Southeast United States Field Council.

Incorporator: _____ Date
Leslie D. Bauer
P.O. Box 208
Deer Lodge, TN 37726

Incorporator: _____ Date
Angelique D. Borgstrom
P.O. Box 1771
Loganville, Georgia 30052

Incorporator: _____ Date
Evan E. Evans
16250 S.W. 274th Street
Homestead, Florida 33031

Incorporator: _____ Date
Jeffrey Wiktorowski
179 Little Walker Road
Shohola, PA 18458

Incorporator: _____ Date
Homero M Paredes
4877 Horseman Drive
Roanoke, Virginia. 24019

This Charter was approved by the
Tennessee Department of State
(date).