

INTERNAL REVENUE SERVICE  
P. O. BOX 2508  
CINCINNATI, OH 45201

DEPARTMENT OF THE TREASURY

Date: JUN 21 2010

SEMPER FIT INCORPORATED  
841 EAST FORT AVE STE 180  
BALTIMORE, MD 21230

Employer Identification Number:  
27-1320064  
DLN:  
17053355323029  
Contact Person:  
KAREN A BATEY ID# 31641  
Contact Telephone Number:  
(877) 829-5500  
Accounting Period Ending:  
December 31  
Public Charity Status:  
170(b)(1)(A)(vi)  
Form 990 Required:  
Yes  
Effective Date of Exemption:  
November 17, 2009  
Contribution Deductibility:  
Yes  
Addendum Applies:  
No

Dear Applicant:

We are pleased to inform you that upon review of your application for tax exempt status we have determined that you are exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code. Contributions to you are deductible under section 170 of the Code. You are also qualified to receive tax deductible bequests, devises, transfers or gifts under section 2055, 2106 or 2522 of the Code. Because this letter could help resolve any questions regarding your exempt status, you should keep it in your permanent records.

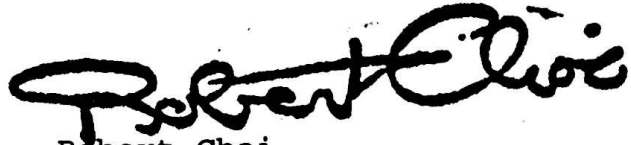
Organizations exempt under section 501(c)(3) of the Code are further classified as either public charities or private foundations. We determined that you are a public charity under the Code section(s) listed in the heading of this letter.

Please see enclosed Publication 4221-PC, Compliance Guide for 501(c)(3) Public Charities, for some helpful information about your responsibilities as an exempt organization.

Letter 947 (DO/CG)

MPER FIT INCORPORATED

Sincerely,

A handwritten signature in black ink that reads "Robert Choi". The signature is written in a cursive style with a large, prominent "R" and "C".

Robert Choi  
Director, Exempt Organizations  
Rulings and Agreements

Enclosure: Publication 4221-PC

State of North Carolina  
County of Durham

CERTIFICATE OF ASSUMED NAME FOR A CORPORATION

(1) The assumed name under which business will be conducted is: \_\_\_\_\_

SEMPER FIDELIS HEALTH & WELLNESS

Return To:

(2) The name and address of the corporation is: SEMPER FIT INCORPORATED

762 NINTH STREET #501 DURHAM, NC 27705

IN WITNESS WHEREOF, this certificate is signed in the name of the said corporation, this

18<sup>th</sup> day of MARCH, 2013

SEMPER FIT INCORPORATED

Name of Corporation

[Signature]

Signature of Corporate Officer

EXECUTIVE DIRECTOR, FOUNDER

Title

NORTH CAROLINA  
Durham County

I, Sharon Cearnel, A Notary Public, certify that

Elijah Sacra personally came before me this day and acknowledged that he/she is Executive Director of Semper Fit, a Corporation, and that he/she as Executive Director, being authorized to do so, executed the foregoing on behalf of the corporation.

Witness my hand and official seal, this 18 day of March 20 13.



Sharon Cearnel Notary Public

My Commission expires May 30, 2014



# NORTH CAROLINA

## Department of the Secretary of State

**To all whom these presents shall come, Greetings:**

I, Elaine F. Marshall, Secretary of State of the State of North Carolina, do hereby certify the following and hereto attached to be a true copy of

### ARTICLES OF INCORPORATION

OF

### SEMPER FIT INCORPORATED

the original of which was filed in this office on the 18th day of March, 2013.



Scan to verify online.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at the City of Raleigh, this 18th day of March, 2013.

*Elaine F. Marshall*

Secretary of State

C201307700845

State of North Carolina  
Department of the Secretary of State

ARTICLES OF INCORPORATION  
NONPROFIT CORPORATION

Pursuant to §55A-2-02 of the General Statutes of North Carolina, the undersigned corporation does hereby submit these Articles of Incorporation for the purpose of forming a nonprofit corporation.

1. The name of the corporation is: Semper Fit Incorporated
2.  (Check only if applicable.) The corporation is a charitable or religious corporation as defined in NCGS §55A-1-40(4).
3. The street address and county of the initial registered office of the corporation is:  
Number and Street 762 Ninth Street #581  
City, State, Zip Code Durham, NC 27705 County Durham
4. The mailing address *if different from the street address* of the initial registered office is:  
\_\_\_\_\_
5. The name of the initial registered agent is:  
Elijah Sacra
6. The name and address of each incorporator is as follows: ELIJAH SACRA  
762 NINTH STREET #581  
DURHAM, NC 27705
7. (Check either a or b below.)  
a.  The corporation will have members.  
b.  The corporation will not have members.
8. Attached are provisions regarding the distribution of the corporation's assets upon its dissolution.
9. Any other provisions which the corporation elects to include are attached.
10. The street address and county of the principal office of the corporation is:  
Number and Street 762 Ninth Street #581  
City, State, Zip Code Durham, NC 27705 County Durham
11. The mailing address *if different from the street address* of the principal office is:  
\_\_\_\_\_

12. These articles will be effective upon filing, unless a later time and/or date is specified: \_\_\_\_\_

This is the 17 day of March, 2013.

\_\_\_\_\_  
  
\_\_\_\_\_  
*Signature of Incorporator*

Elijah Sacra

\_\_\_\_\_  
*Type or print Incorporator's name and title, if any*

NOTES:

1. Filing fee is \$60. This document must be filed with the Secretary of State.

Revised January 2000

CORPORATIONS DIVISION

P. O. BOX 29622

Form N-01

RALEIGH, NC 27626-0622

### Purpose of Corporation

This corporation is organized for the following purpose(s) (check as applicable):

religious,

charitable,

educational,

testing for public safety,

scientific,

literary,

fostering national or international amateur sports competition, and/or

prevention of cruelty to children or animals,

including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1986 (herein the "Code") (or the corresponding provisions of any future United States Internal Revenue Code).

### Prohibited Activities

No part of the net earnings of the corporation shall inure to the benefit of or be distributable to, its members, directors, 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 purposes set forth in these articles of incorporation. 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 or in opposition to any candidate for public office. Notwithstanding any other provisions 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 Code or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Code.

### Distributions Upon Dissolution

Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for religious, charitable, educational, scientific or literary purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Code as the Board of Directors shall determine, or to federal, state, or local governments to be used exclusively for public purposes. Any such assets not so disposed of shall be disposed of by the Superior Court of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organizations, such as the court shall determine, which are organized and operated exclusively for such purposes, or to such governments for such purposes.