

Form 1023 Checklist

(Revised June 2006)

Application for Recognition of Exemption under Section 501(c)(3) of the Internal Revenue Code

Note. Retain a copy of the completed Form 1023 in your permanent records. Refer to the General Instructions regarding Public Inspection of approved applications.

Check each box to finish your application (Form 1023). Send this completed Checklist with your filled-in application. If you have not answered all the items below, your application may be returned to you as incomplete.

- ☒ Assemble the application and materials in this order:
- Form 1023 Checklist ✓
 - Form 2848, *Power of Attorney and Declaration of Representative* (if filing)
 - Form 8821, *Tax Information Authorization* (if filing)
 - Expedite request (if requesting)
 - Application (Form 1023 and Schedules A through H, as required) ✓
 - Articles of organization ✓
 - Amendments to articles of organization in chronological order
 - Bylaws or other rules of operation and amendments ✓
 - Documentation of nondiscriminatory policy for schools, as required by Schedule B
 - Form 5768, *Election/Revocation of Election by an Eligible Section 501(c)(3) Organization To Make Expenditures To Influence Legislation* (if filing)
 - All other attachments, including explanations, financial data, and printed materials or publications. Label each page with name and EIN. ✓
- ☒ User fee payment placed in envelope on top of checklist. DO NOT STAPLE or otherwise attach your check or money order to your application. Instead, just place it in the envelope.
- ☒ Employer Identification Number (EIN)
- ☒ Completed Parts I through XI of the application, including any requested information and any required Schedules A through H.
- You must provide specific details about your past, present, and planned activities.
 - Generalizations or failure to answer questions in the Form 1023 application will prevent us from recognizing you as tax exempt.
 - Describe your purposes and proposed activities in specific easily understood terms.
 - Financial information should correspond with proposed activities.
- ☒ Schedules. Submit only those schedules that apply to you and check either "Yes" or "No" below.
- | | | | |
|------------|--|------------|--|
| Schedule A | Yes ___ No <input checked="" type="checkbox"/> | Schedule E | Yes ___ No <input checked="" type="checkbox"/> |
| Schedule B | Yes ___ No <input checked="" type="checkbox"/> | Schedule F | Yes ___ No <input checked="" type="checkbox"/> |
| Schedule C | Yes ___ No <input checked="" type="checkbox"/> | Schedule G | Yes ___ No <input checked="" type="checkbox"/> |
| Schedule D | Yes ___ No <input checked="" type="checkbox"/> | Schedule H | Yes <input checked="" type="checkbox"/> No ___ |

- ☐ An exact copy of your complete articles of organization (creating document). Absence of the proper purpose and dissolution clauses is the number one reason for delays in the issuance of determination letters.
- Location of Purpose Clause from Part III, line 1 (Page, Article and Paragraph Number) Page 1, Article III
 - Location of Dissolution Clause from Part III, line 2b or 2c (Page, Article and Paragraph Number) or by operation of state law Page 3, Article IX
- ☒ Signature of an officer, director, trustee, or other official who is authorized to sign the application.
- Signature at Part XI of Form 1023.
- ☒ Your name on the application must be the same as your legal name as it appears in your articles of organization.

Send completed Form 1023, user fee payment, and all other required information, to:

Internal Revenue Service
P.O. Box 192
Covington, KY 41012-0192

If you are using express mail or a delivery service, send Form 1023, user fee payment, and attachments to:

Internal Revenue Service
201 West Rivercenter Blvd.
Attn: Extracting Stop 312
Covington, KY 41011

Application for Recognition of Exemption Under Section 501(c)(3) of the Internal Revenue Code

OMB No. 1545-0056

Note: If exempt status is approved, this application will be open for public inspection.

Use the instructions to complete this application and for a definition of all **bold** items. For additional help, call IRS Exempt Organizations Customer Account Services toll-free at 1-877-829-5500. Visit our website at www.irs.gov for forms and publications. If the required information and documents are not submitted with payment of the appropriate user fee, the application may be returned to you.

Attach additional sheets to this application if you need more space to answer fully. Put your name and EIN on each sheet and identify each answer by Part and line number. Complete Parts I - XI of Form 1023 and submit only those Schedules (A through H) that apply to you.

Part I Identification of Applicant

1 Full name of organization (exactly as it appears in your organizing document)		2 c/o Name (if applicable)	
NamaStacy Yoga Corporation			
3 Mailing address (Number and street) (see instructions)	Room/Suite	4 Employer Identification Number (EIN)	
1161 Holland Drive		46-3220610	
City or town, state or country, and ZIP + 4		5 Month the annual accounting period ends (01 - 12)	
Boca Raton, Florida 33487		12	
6 Primary contact (officer, director, trustee, or authorized representative) a Name: Corbin W. Stacy		b Phone: 954-29502458	
		c Fax: (optional)	
7 Are you represented by an authorized representative, such as an attorney or accountant? If "Yes," provide the authorized representative's name, and the name and address of the authorized representative's firm. Include a completed Form 2848, <i>Power of Attorney and Declaration of Representative</i> , with your application if you would like us to communicate with your representative. <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No			
8 Was a person who is not one of your officers, directors, trustees, employees, or an authorized representative listed in line 7, paid, or promised payment, to help plan, manage, or advise you about the structure or activities of your organization, or about your financial or tax matters? If "Yes," provide the person's name, the name and address of the person's firm, the amounts paid or promised to be paid, and describe that person's role. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
9a Organization's website: www.namastacyyoga.net			
b Organization's email: (optional)			
10 Certain organizations are not required to file an information return (Form 990 or Form 990-EZ). If you are granted tax-exemption, are you claiming to be excused from filing Form 990 or Form 990-EZ? If "Yes," explain. See the instructions for a description of organizations not required to file Form 990 or Form 990-EZ. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
11 Date incorporated if a corporation, or formed, if other than a corporation. (MM/DD/YYYY) 07 / 17 / 2013			
12 Were you formed under the laws of a foreign country? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," state the country.			

Part II Organizational Structure

You must be a corporation (including a limited liability company), an unincorporated association, or a trust to be tax exempt. (See instructions.) **DO NOT** file this form unless you can check "Yes" on lines 1, 2, 3, or 4.

- 1 Are you a **corporation**? If "Yes," attach a copy of your articles of incorporation showing **certification of filing** with the appropriate state agency. Include copies of any amendments to your articles and be sure they also show state filing certification. ☒ **Yes** ☐ **No**
- 2 Are you a **limited liability company (LLC)**? If "Yes," attach a copy of your articles of organization showing certification of filing with the appropriate state agency. Also, if you adopted an operating agreement, attach a copy. Include copies of any amendments to your articles and be sure they show state filing certification. Refer to the instructions for circumstances when an LLC should not file its own exemption application. ☐ **Yes** ☒ **No**
- 3 Are you an **unincorporated association**? If "Yes," attach a copy of your articles of association, constitution, or other similar organizing document that is dated and includes at least two signatures. Include signed and dated copies of any amendments. ☐ **Yes** ☐ **No**
- 4a Are you a **trust**? If "Yes," attach a signed and dated copy of your trust agreement. Include signed and dated copies of any amendments. ☐ **Yes** ☒ **No**
- b Have you been funded? If "No," explain how you are formed without anything of value placed in trust. ☐ **Yes** ☐ **No**
- 5 Have you adopted **bylaws**? If "Yes," attach a current copy showing date of adoption. If "No," explain how your officers, directors, or trustees are selected. ☒ **Yes** ☐ **No**

Part III Required Provisions in Your Organizing Document

The following questions are designed to ensure that when you file this application, your organizing document contains the required provisions to meet the organizational test under section 501(c)(3). Unless you can check the boxes in both lines 1 and 2, your organizing document does not meet the organizational test. **DO NOT** file this application until you have amended your organizing document. Submit your original and amended organizing documents (showing state filing certification if you are a corporation or an LLC) with your application.

- 1 Section 501(c)(3) requires that your organizing document state your exempt purpose(s), such as charitable, religious, educational, and/or scientific purposes. Check the box to confirm that your organizing document meets this requirement. Describe specifically where your organizing document meets this requirement, such as a reference to a particular article or section in your organizing document. Refer to the instructions for exempt purpose language. Location of Purpose Clause (Page, Article, and Paragraph): Page 1, Article III ☒
- 2a Section 501(c)(3) requires that upon dissolution of your organization, your remaining assets must be used exclusively for exempt purposes, such as charitable, religious, educational, and/or scientific purposes. Check the box on line 2a to confirm that your organizing document meets this requirement by express provision for the distribution of assets upon dissolution. If you rely on state law for your dissolution provision, do not check the box on line 2a and go to line 2c. ☒
- 2b If you checked the box on line 2a, specify the location of your dissolution clause (Page, Article, and Paragraph). Do not complete line 2c if you checked box 2a. Page 3, Article IX
- 2c See the instructions for information about the operation of state law in your particular state. Check this box if you rely on operation of state law for your dissolution provision and indicate the state: ☐

Part IV Narrative Description of Your Activities

Using an attachment, describe your *past*, *present*, and *planned* activities in a narrative. If you believe that you have already provided some of this information in response to other parts of this application, you may summarize that information here and refer to the specific parts of the application for supporting details. You may also attach representative copies of newsletters, brochures, or similar documents for supporting details to this narrative. Remember that if this application is approved, it will be open for public inspection. Therefore, your narrative description of activities should be thorough and accurate. Refer to the instructions for information that must be included in your description.

Part V Compensation and Other Financial Arrangements With Your Officers, Directors, Trustees, Employees, and Independent Contractors

- 1a List the names, titles, and mailing addresses of all of your officers, directors, and trustees. For each person listed, state their total annual **compensation**, or proposed compensation, for all services to the organization, whether as an officer, employee, or other position. Use actual figures, if available. Enter "none" if no compensation is or will be paid. If additional space is needed, attach a separate sheet. Refer to the instructions for information on what to include as compensation.

Name	Title	Mailing address	Compensation amount (annual actual or estimated)
See attachment, Part IV 1a			

Part V Compensation and Other Financial Arrangements With Your Officers, Directors, Trustees, Employees, and Independent Contractors (Continued)

- b** List the names, titles, and mailing addresses of each of your five highest compensated employees who receive or will receive compensation of more than \$50,000 per year. Use the actual figure, if available. Refer to the instructions for information on what to include as compensation. Do not include officers, directors, or trustees listed in line 1a.

Name	Title	Mailing address	Compensation amount (annual actual or estimated)
See attachment, Part IV 1b			

- c** List the names, names of businesses, and mailing addresses of your five highest compensated independent contractors that receive or will receive compensation of more than \$50,000 per year. Use the actual figure, if available. Refer to the instructions for information on what to include as compensation.

Name	Title	Mailing address	Compensation amount (annual actual or estimated)
See attachment, Part IV 1c			

The following "Yes" or "No" questions relate to *past, present, or planned* relationships, transactions, or agreements with your officers, directors, trustees, highest compensated employees, and highest compensated independent contractors listed in lines 1a, 1b, and 1c.

- 2a** Are any of your officers, directors, or trustees **related** to each other through **family or business relationships**? If "Yes," identify the individuals and explain the relationship. ☐ Yes ☒ No
- b** Do you have a business relationship with any of your officers, directors, or trustees other than through their position as an officer, director, or trustee? If "Yes," identify the individuals and describe the business relationship with each of your officers, directors, or trustees. ☐ Yes ☒ No
- c** Are any of your officers, directors, or trustees related to your highest compensated employees or highest compensated independent contractors listed on lines 1b or 1c through family or business relationships? If "Yes," identify the individuals and explain the relationship. ☐ Yes ☒ No
- 3a** For each of your officers, directors, trustees, highest compensated employees, and highest compensated independent contractors listed on lines 1a, 1b, or 1c, attach a list showing their name, qualifications, average hours worked, and duties.
- b** Do any of your officers, directors, trustees, highest compensated employees, and highest compensated independent contractors listed on lines 1a, 1b, or 1c receive compensation from any other organizations, whether tax exempt or taxable, that are related to you through **common control**? If "Yes," identify the individuals, explain the relationship between you and the other organization, and describe the compensation arrangement. ☐ Yes ☒ No
- 4** In establishing the compensation for your officers, directors, trustees, highest compensated employees, and highest compensated independent contractors listed on lines 1a, 1b, and 1c, the following practices are recommended, although they are not required to obtain exemption. Answer "Yes" to all the practices you use.
- a** Do you or will the individuals that approve compensation arrangements follow a conflict of interest policy? ☒ Yes ☐ No
- b** Do you or will you approve compensation arrangements in advance of paying compensation? ☒ Yes ☐ No
- c** Do you or will you document in writing the date and terms of approved compensation arrangements? ☒ Yes ☐ No

Part V Compensation and Other Financial Arrangements With Your Officers, Directors, Trustees, Employees, and Independent Contractors (Continued)

- d** Do you or will you record in writing the decision made by each individual who decided or voted on compensation arrangements? ☒ Yes ☐ No
- e** Do you or will you approve compensation arrangements based on information about compensation paid by similarly situated taxable or tax-exempt organizations for similar services, current compensation surveys compiled by independent firms, or actual written offers from similarly situated organizations? Refer to the instructions for Part V, lines 1a, 1b, and 1c, for information on what to include as compensation. ☒ Yes ☐ No
- f** Do you or will you record in writing both the information on which you relied to base your decision and its source? ☒ Yes ☐ No
- g** If you answered "No" to any item on lines 4a through 4f, describe how you set compensation that is **reasonable** for your officers, directors, trustees, highest compensated employees, and highest compensated independent contractors listed in Part V, lines 1a, 1b, and 1c.

- 5a** Have you adopted a **conflict of interest policy** consistent with the sample conflict of interest policy in Appendix A to the instructions? If "Yes," provide a copy of the policy and explain how the policy has been adopted, such as by resolution of your governing board. If "No," answer lines 5b and 5c. ☒ Yes ☐ No

b What procedures will you follow to assure that persons who have a conflict of interest will not have influence over you for setting their own compensation?

c What procedures will you follow to assure that persons who have a conflict of interest will not have influence over you regarding business deals with themselves?

Note: A conflict of interest policy is recommended though it is not required to obtain exemption. Hospitals, see Schedule C, Section I, line 14.

- 6a** Do you or will you compensate any of your officers, directors, trustees, highest compensated employees, and highest compensated independent contractors listed in lines 1a, 1b, or 1c through **non-fixed payments**, such as discretionary bonuses or revenue-based payments? If "Yes," describe all non-fixed compensation arrangements, including how the amounts are determined, who is eligible for such arrangements, whether you place a limitation on total compensation, and how you determine or will determine that you pay no more than reasonable compensation for services. Refer to the instructions for Part V, lines 1a, 1b, and 1c, for information on what to include as compensation. ☐ Yes ☒ No
- b** Do you or will you compensate any of your employees, other than your officers, directors, trustees, or your five highest compensated employees who receive or will receive compensation of more than \$50,000 per year, through non-fixed payments, such as discretionary bonuses or revenue-based payments? If "Yes," describe all non-fixed compensation arrangements, including how the amounts are or will be determined, who is or will be eligible for such arrangements, whether you place or will place a limitation on total compensation, and how you determine or will determine that you pay no more than reasonable compensation for services. Refer to the instructions for Part V, lines 1a, 1b, and 1c, for information on what to include as compensation. ☐ Yes ☒ No

- 7a** Do you or will you purchase any goods, services, or assets from any of your officers, directors, trustees, highest compensated employees, or highest compensated independent contractors listed in lines 1a, 1b, or 1c? If "Yes," describe any such purchase that you made or intend to make, from whom you make or will make such purchases, how the terms are or will be negotiated at **arm's length**, and explain how you determine or will determine that you pay no more than **fair market value**. Attach copies of any written contracts or other agreements relating to such purchases. ☐ Yes ☒ No

- b** Do you or will you sell any goods, services, or assets to any of your officers, directors, trustees, highest compensated employees, or highest compensated independent contractors listed in lines 1a, 1b, or 1c? If "Yes," describe any such sales that you made or intend to make, to whom you make or will make such sales, how the terms are or will be negotiated at **arm's length**, and explain how you determine or will determine you are or will be paid at least fair market value. Attach copies of any written contracts or other agreements relating to such sales. ☐ Yes ☒ No

- 8a** Do you or will you have any leases, contracts, loans, or other agreements with your officers, directors, trustees, highest compensated employees, or highest compensated independent contractors listed in lines 1a, 1b, or 1c? If "Yes," provide the information requested in lines 8b through 8f. ☐ Yes ☒ No

b Describe any written or oral arrangements that you made or intend to make.

c Identify with whom you have or will have such arrangements.

d Explain how the terms are or will be negotiated at **arm's length**.

e Explain how you determine you pay no more than fair market value or you are paid at least fair market value.

f Attach copies of any signed leases, contracts, loans, or other agreements relating to such arrangements.

- 9a** Do you or will you have any leases, contracts, loans, or other agreements with any organization in which any of your officers, directors, or trustees are also officers, directors, or trustees, or in which any individual officer, director, or trustee owns more than a 35% interest? If "Yes," provide the information requested in lines 9b through 9f. ☐ Yes ☒ No

Part V Compensation and Other Financial Arrangements With Your Officers, Directors, Trustees, Employees, and Independent Contractors (Continued)

- b Describe any written or oral arrangements you made or intend to make.
- c Identify with whom you have or will have such arrangements.
- d Explain how the terms are or will be negotiated at arm's length.
- e Explain how you determine or will determine you pay no more than fair market value or that you are paid at least fair market value.
- f Attach a copy of any signed leases, contracts, loans, or other agreements relating to such arrangements.

Part VI Your Members and Other Individuals and Organizations That Receive Benefits From You

The following "Yes" or "No" questions relate to goods, services, and funds you provide to individuals and organizations as part of your activities. Your answers should pertain to *past*, *present*, and *planned* activities. (See instructions.)

- 1a In carrying out your exempt purposes, do you provide goods, services, or funds to individuals? If "Yes," describe each program that provides goods, services, or funds to individuals. ☒ Yes ☐ No
- b In carrying out your exempt purposes, do you provide goods, services, or funds to organizations? If "Yes," describe each program that provides goods, services, or funds to organizations. ☐ Yes ☒ No
- 2 Do any of your programs limit the provision of goods, services, or funds to a specific individual or group of specific individuals? For example, answer "Yes," if goods, services, or funds are provided only for a particular individual, your members, individuals who work for a particular employer, or graduates of a particular school. If "Yes," explain the limitation and how recipients are selected for each program. ☐ Yes ☒ No
- 3 Do any individuals who receive goods, services, or funds through your programs have a family or business relationship with any officer, director, trustee, or with any of your highest compensated employees or highest compensated independent contractors listed in Part V, lines 1a, 1b, and 1c? If "Yes," explain how these related individuals are eligible for goods, services, or funds. ☐ Yes ☒ No

Part VII Your History

The following "Yes" or "No" questions relate to your history. (See instructions.)

- 1 Are you a successor to another organization? Answer "Yes," if you have taken or will take over the activities of another organization; you took over 25% or more of the fair market value of the net assets of another organization; or you were established upon the conversion of an organization from for-profit to non-profit status. If "Yes," complete Schedule G. ☐ Yes ☒ No
- 2 Are you submitting this application more than 27 months after the end of the month in which you were legally formed? If "Yes," complete Schedule E. ☐ Yes ☒ No

Part VIII Your Specific Activities

The following "Yes" or "No" questions relate to specific activities that you may conduct. Check the appropriate box. Your answers should pertain to *past*, *present*, and *planned* activities. (See instructions.)

- 1 Do you support or oppose candidates in political campaigns in any way? If "Yes," explain. ☐ Yes ☒ No
- 2a Do you attempt to influence legislation? If "Yes," explain how you attempt to influence legislation and complete line 2b. If "No," go to line 3a. ☐ Yes ☒ No
- b Have you made or are you making an election to have your legislative activities measured by expenditures by filing Form 5768? If "Yes," attach a copy of the Form 5768 that was already filed or attach a completed Form 5768 that you are filing with this application. If "No," describe whether your attempts to influence legislation are a substantial part of your activities. Include the time and money spent on your attempts to influence legislation as compared to your total activities. ☐ Yes ☒ No
- 3a Do you or will you operate bingo or gaming activities? If "Yes," describe who conducts them, and list all revenue received or expected to be received and expenses paid or expected to be paid in operating these activities. Revenue and expenses should be provided for the time periods specified in Part IX, Financial Data. ☐ Yes ☒ No
- b Do you or will you enter into contracts or other agreements with individuals or organizations to conduct bingo or gaming for you? If "Yes," describe any written or oral arrangements that you made or intend to make, identify with whom you have or will have such arrangements, explain how the terms are or will be negotiated at arm's length, and explain how you determine or will determine you pay no more than fair market value or you will be paid at least fair market value. Attach copies or any written contracts or other agreements relating to such arrangements. ☐ Yes ☒ No
- c List the states and local jurisdictions, including Indian Reservations, in which you conduct or will conduct gaming or bingo.

Part VIII Your Specific Activities (Continued)

4a Do you or will you undertake fundraising? If "Yes," check all the fundraising programs you do or will conduct. (See instructions.) ☒ **Yes** ☐ **No**

- | | |
|---|--|
| <input checked="" type="checkbox"/> mail solicitations | <input checked="" type="checkbox"/> phone solicitations |
| <input checked="" type="checkbox"/> email solicitations | <input checked="" type="checkbox"/> accept donations on your website |
| <input type="checkbox"/> personal solicitations | <input type="checkbox"/> receive donations from another organization's website |
| <input type="checkbox"/> vehicle, boat, plane, or similar donations | <input type="checkbox"/> government grant solicitations |
| <input type="checkbox"/> foundation grant solicitations | <input checked="" type="checkbox"/> Other |

Attach a description of each fundraising program.

b Do you or will you have written or oral contracts with any individuals or organizations to raise funds for you? If "Yes," describe these activities. Include all revenue and expenses from these activities and state who conducts them. Revenue and expenses should be provided for the time periods specified in Part IX, Financial Data. Also, attach a copy of any contracts or agreements. ☐ **Yes** ☒ **No**

c Do you or will you engage in fundraising activities for other organizations? If "Yes," describe these arrangements. Include a description of the organizations for which you raise funds and attach copies of all contracts or agreements. ☐ **Yes** ☒ **No**

d List all states and local jurisdictions in which you conduct fundraising. For each state or local jurisdiction listed, specify whether you fundraise for your own organization, you fundraise for another organization, or another organization fundraises for you.

e Do you or will you maintain separate accounts for any contributor under which the contributor has the right to advise on the use or distribution of funds? Answer "Yes" if the donor may provide advice on the types of investments, distributions from the types of investments, or the distribution from the donor's contribution account. If "Yes," describe this program, including the type of advice that may be provided and submit copies of any written materials provided to donors. ☐ **Yes** ☒ **No**

5 Are you affiliated with a governmental unit? If "Yes," explain. ☐ **Yes** ☒ **No**

6a Do you or will you engage in economic development? If "Yes," describe your program. ☐ **Yes** ☒ **No**

b Describe in full who benefits from your economic development activities and how the activities promote exempt purposes.

7a Do or will persons other than your employees or volunteers develop your facilities? If "Yes," describe each facility, the role of the developer, and any business or family relationship(s) between the developer and your officers, directors, or trustees. ☐ **Yes** ☒ **No**

b Do or will persons other than your employees or volunteers manage your activities or facilities? If "Yes," describe each activity and facility, the role of the manager, and any business or family relationship(s) between the manager and your officers, directors, or trustees. ☐ **Yes** ☒ **No**

c If there is a business or family relationship between any manager or developer and your officers, directors, or trustees, identify the individuals, explain the relationship, describe how contracts are negotiated at arm's length so that you pay no more than fair market value, and submit a copy of any contracts or other agreements.

8 Do you or will you enter into joint ventures, including partnerships or limited liability companies treated as partnerships, in which you share profits and losses with partners other than section 501(c)(3) organizations? If "Yes," describe the activities of these joint ventures in which you participate. ☐ **Yes** ☒ **No**

9a Are you applying for exemption as a childcare organization under section 501(k)? If "Yes," answer lines 9b through 9d. If "No," go to line 10. ☐ **Yes** ☒ **No**

b Do you provide child care so that parents or caretakers of children you care for can be gainfully employed (see instructions)? If "No," explain how you qualify as a childcare organization described in section 501(k). ☐ **Yes** ☐ **No**

c Of the children for whom you provide child care, are 85% or more of them cared for by you to enable their parents or caretakers to be gainfully employed (see instructions)? If "No," explain how you qualify as a childcare organization described in section 501(k). ☐ **Yes** ☐ **No**

d Are your services available to the general public? If "No," describe the specific group of people for whom your activities are available. Also, see the instructions and explain how you qualify as a childcare organization described in section 501(k). ☐ **Yes** ☐ **No**

10 Do you or will you publish, own, or have rights in music, literature, tapes, artworks, choreography, scientific discoveries, or other intellectual property? If "Yes," explain. Describe who owns or will own any copyrights, patents, or trademarks, whether fees are or will be charged, how the fees are determined, and how any items are or will be produced, distributed, and marketed. ☐ **Yes** ☒ **No**

Part VIII Your Specific Activities (Continued)

- 11** Do you or will you accept contributions of: real property; conservation easements; closely held securities; intellectual property such as patents, trademarks, and copyrights; works of music or art; licenses; royalties; automobiles, boats, planes, or other vehicles; or collectibles of any type? If "Yes," describe each type of contribution, any conditions imposed by the donor on the contribution, and any agreements with the donor regarding the contribution. ☐ Yes ☒ No
-
- 12a** Do you or will you operate in a foreign country or countries? If "Yes," answer lines 12b through 12d. If "No," go to line 13a. ☐ Yes ☒ No
- b** Name the foreign countries and regions within the countries in which you operate.
- c** Describe your operations in each country and region in which you operate.
- d** Describe how your operations in each country and region further your exempt purposes.
-
- 13a** Do you or will you make grants, loans, or other distributions to organization(s)? If "Yes," answer lines 13b through 13g. If "No," go to line 14a. ☐ Yes ☒ No
- b** Describe how your grants, loans, or other distributions to organizations further your exempt purposes.
- c** Do you have written contracts with each of these organizations? If "Yes," attach a copy of each contract. ☐ Yes ☐ No
- d** Identify each recipient organization and any relationship between you and the recipient organization.
- e** Describe the records you keep with respect to the grants, loans, or other distributions you make.
- f** Describe your selection process, including whether you do any of the following:
- (i)** Do you require an application form? If "Yes," attach a copy of the form. ☐ Yes ☐ No
- (ii)** Do you require a grant proposal? If "Yes," describe whether the grant proposal specifies your responsibilities and those of the grantee, obligates the grantee to use the grant funds only for the purposes for which the grant was made, provides for periodic written reports concerning the use of grant funds, requires a final written report and an accounting of how grant funds were used, and acknowledges your authority to withhold and/or recover grant funds in case such funds are, or appear to be, misused. ☐ Yes ☐ No
- g** Describe your procedures for oversight of distributions that assure you the resources are used to further your exempt purposes, including whether you require periodic and final reports on the use of resources.
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- 14a** Do you or will you make grants, loans, or other distributions to foreign organizations? If "Yes," answer lines 14b through 14f. If "No," go to line 15. ☐ Yes ☒ No
- b** Provide the name of each foreign organization, the country and regions within a country in which each foreign organization operates, and describe any relationship you have with each foreign organization.
- c** Does any foreign organization listed in line 14b accept contributions earmarked for a specific country or specific organization? If "Yes," list all earmarked organizations or countries. ☐ Yes ☐ No
- d** Do your contributors know that you have ultimate authority to use contributions made to you at your discretion for purposes consistent with your exempt purposes? If "Yes," describe how you relay this information to contributors. ☐ Yes ☐ No
- e** Do you or will you make pre-grant inquiries about the recipient organization? If "Yes," describe these inquiries, including whether you inquire about the recipient's financial status, its tax-exempt status under the Internal Revenue Code, its ability to accomplish the purpose for which the resources are provided, and other relevant information. ☐ Yes ☐ No
- f** Do you or will you use any additional procedures to ensure that your distributions to foreign organizations are used in furtherance of your exempt purposes? If "Yes," describe these procedures, including site visits by your employees or compliance checks by impartial experts, to verify that grant funds are being used appropriately. ☐ Yes ☐ No

Part VIII Your Specific Activities (Continued)

- | | | |
|----|--|---|
| 15 | Do you have a close connection with any organizations? If "Yes," explain. | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |
| 16 | Are you applying for exemption as a cooperative hospital service organization under section 501(e)? If "Yes," explain. | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |
| 17 | Are you applying for exemption as a cooperative service organization of operating educational organizations under section 501(f)? If "Yes," explain. | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |
| 18 | Are you applying for exemption as a charitable risk pool under section 501(n)? If "Yes," explain. | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |
| 19 | Do you or will you operate a school? If "Yes," complete Schedule B. Answer "Yes," whether you operate a school as your main function or as a secondary activity. | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |
| 20 | Is your main function to provide hospital or medical care? If "Yes," complete Schedule C. | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |
| 21 | Do you or will you provide low-income housing or housing for the elderly or handicapped? If "Yes," complete Schedule F. | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |
| 22 | Do you or will you provide scholarships, fellowships, educational loans, or other educational grants to individuals, including grants for travel, study, or other similar purposes? If "Yes," complete Schedule H. | <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No |

Note: Private foundations may use Schedule H to request advance approval of individual grant procedures.

Part IX Financial Data

For purposes of this schedule, years in existence refer to completed tax years. If in existence 4 or more years, complete the schedule for the most recent 4 tax years. If in existence more than 1 year but less than 4 years, complete the statements for each year in existence and provide projections of your likely revenues and expenses based on a reasonable and good faith estimate of your future finances for a total of 3 years of financial information. If in existence less than 1 year, provide projections of your likely revenues and expenses for the current year and the 2 following years, based on a reasonable and good faith estimate of your future finances for a total of 3 years of financial information. (See instructions.)

A. Statement of Revenues and Expenses

	Type of revenue or expense	Current tax year	3 prior tax years or 2 succeeding tax years				(e) Provide Total for (a) through (d)
		(a) From..... To	(b) From..... To	(c) From..... To	(d) From..... To		
Revenues	1 Gifts, grants, and contributions received (do not include unusual grants)						
	2 Membership fees received						
	3 Gross investment income						
	4 Net unrelated business income						
	5 Taxes levied for your benefit						
	6 Value of services or facilities furnished by a governmental unit without charge (not including the value of services generally furnished to the public without charge)						
	7 Any revenue not otherwise listed above or in lines 9-12 below (attach an itemized list)						
	8 Total of lines 1 through 7						
	9 Gross receipts from admissions, merchandise sold or services performed, or furnishing of facilities in any activity that is related to your exempt purposes (attach itemized list)						
	10 Total of lines 8 and 9						
Expenses	11 Net gain or loss on sale of capital assets (attach schedule and see instructions)						
	12 Unusual grants						
	13 Total Revenue Add lines 10 through 12						
	14 Fundraising expenses						
	15 Contributions, gifts, grants, and similar amounts paid out (attach an itemized list)						
	16 Disbursements to or for the benefit of members (attach an itemized list)						
	17 Compensation of officers, directors, and trustees						
	18 Other salaries and wages						
	19 Interest expense						
	20 Occupancy (rent, utilities, etc.)						
	21 Depreciation and depletion						
	22 Professional fees						
	23 Any expense not otherwise classified, such as program services (attach itemized list)						
	24 Total Expenses Add lines 14 through 23						

Part IX Financial Data (Continued)**B. Balance Sheet (for your most recently completed tax year)**

Year End:

(Whole dollars)

Assets		
1	Cash	1
2	Accounts receivable, net	2
3	Inventories	3
4	Bonds and notes receivable (attach an itemized list)	4
5	Corporate stocks (attach an itemized list)	5
6	Loans receivable (attach an itemized list)	6
7	Other investments (attach an itemized list)	7
8	Depreciable and depletable assets (attach an itemized list)	8
9	Land	9
10	Other assets (attach an itemized list)	10
11	Total Assets (add lines 1 through 10)	11
Liabilities		
12	Accounts payable	12
13	Contributions, gifts, grants, etc. payable	13
14	Mortgages and notes payable (attach an itemized list)	14
15	Other liabilities (attach an itemized list)	15
16	Total Liabilities (add lines 12 through 15)	16
Fund Balances or Net Assets		
17	Total fund balances or net assets	17
18	Total Liabilities and Fund Balances or Net Assets (add lines 16 and 17)	18

19 Have there been any substantial changes in your assets or liabilities since the end of the period shown above? If "Yes," explain. ☐ Yes ☐ No

Part X Public Charity Status

Part X is designed to classify you as an organization that is either a **private foundation** or a **public charity**. Public charity status is a more favorable tax status than private foundation status. If you are a private foundation, Part X is designed to further determine whether you are a **private operating foundation**. (See instructions.)

1a Are you a private foundation? If "Yes," go to line 1b. If "No," go to line 5 and proceed as instructed. ☐ Yes ☒ No
If you are unsure, see the instructions.

b As a private foundation, section 508(e) requires special provisions in your organizing document in addition to those that apply to all organizations described in section 501(c)(3). Check the box to confirm that your organizing document meets this requirement, whether by express provision or by reliance on operation of state law. Attach a statement that describes specifically where your organizing document meets this requirement, such as a reference to a particular article or section in your organizing document or by operation of state law. See the instructions, including Appendix B, for information about the special provisions that need to be contained in your organizing document. Go to line 2. ☐

2 Are you a private operating foundation? To be a private operating foundation you must engage directly in the active conduct of charitable, religious, educational, and similar activities, as opposed to indirectly carrying out these activities by providing grants to individuals or other organizations. If "Yes," go to line 3. If "No," go to the signature section of Part XI. ☐ Yes ☐ No

3 Have you existed for one or more years? If "Yes," attach financial information showing that you are a private operating foundation; go to the signature section of Part XI. If "No," continue to line 4. ☐ Yes ☐ No

4 Have you attached either (1) an affidavit or opinion of counsel, (including a written affidavit or opinion from a certified public accountant or accounting firm with expertise regarding this tax law matter), that sets forth facts concerning your operations and support to demonstrate that you are likely to satisfy the requirements to be classified as a private operating foundation; or (2) a statement describing your proposed operations as a private operating foundation? ☐ Yes ☐ No

5 If you answered "No" to line 1a, indicate the type of public charity status you are requesting by checking one of the choices below. You may check only one box.

The organization is not a private foundation because it is:

a 509(a)(1) and 170(b)(1)(A)(i)—a church or a convention or association of churches. Complete and attach Schedule A. ☐

b 509(a)(1) and 170(b)(1)(A)(ii)—a school. Complete and attach Schedule B. ☐

c 509(a)(1) and 170(b)(1)(A)(iii)—a hospital, a cooperative hospital service organization, or a medical research organization operated in conjunction with a hospital. Complete and attach Schedule C. ☐

d 509(a)(3)—an organization supporting either one or more organizations described in line 5a through c, f, g, or h or a publicly supported section 501(c)(4), (5), or (6) organization. Complete and attach Schedule D. ☐

Part X Public Charity Status (Continued)

- e 509(a)(4)—an organization organized and operated exclusively for testing for public safety. ☐
- f 509(a)(1) and 170(b)(1)(A)(iv)—an organization operated for the benefit of a college or university that is owned or operated by a governmental unit. ☐
- g 509(a)(1) and 170(b)(1)(A)(vi)—an organization that receives a substantial part of its financial support in the form of contributions from publicly supported organizations, from a governmental unit, or from the general public. ☐
- h 509(a)(2)—an organization that normally receives not more than one-third of its financial support from gross investment income and receives more than one-third of its financial support from contributions, membership fees, and gross receipts from activities related to its exempt functions (subject to certain exceptions). ☒
- i A publicly supported organization, but unsure if it is described in 5g or 5h. The organization would like the IRS to decide the correct status. ☐

6 If you checked box g, h, or i in question 5 above, you must request either an **advance** or a **definitive ruling** by selecting one of the boxes below. Refer to the instructions to determine which type of ruling you are eligible to receive.

- a **Request for Advance Ruling:** By checking this box and signing the consent, pursuant to section 6501(c)(4) of the Code you request an advance ruling and agree to extend the statute of limitations on the assessment of excise tax under section 4940 of the Code. The tax will apply only if you do not establish public support status at the end of the 5-year advance ruling period. The assessment period will be extended for the 5 advance ruling years to 8 years, 4 months, and 15 days beyond the end of the first year. You have the right to refuse or limit the extension to a mutually agreed-upon period of time or issue(s). Publication 1035, *Extending the Tax Assessment Period*, provides a more detailed explanation of your rights and the consequences of the choices you make. You may obtain Publication 1035 free of charge from the IRS web site at www.irs.gov or by calling toll-free 1-800-829-3676. Signing this consent will not deprive you of any appeal rights to which you would otherwise be entitled. If you decide not to extend the statute of limitations, you are not eligible for an advance ruling.

Consent Fixing Period of Limitations Upon Assessment of Tax Under Section 4940 of the Internal Revenue Code

For Organization

.....
(Signature of Officer, Director, Trustee, or other
authorized official)

.....
(Type or print name of signer)

.....
(Date)

.....
(Type or print title or authority of signer)

For IRS Use Only

.....
IRS Director, Exempt Organizations

.....
(Date)

- b **Request for Definitive Ruling:** Check this box if you have completed one tax year of at least 8 full months and you are requesting a definitive ruling. To confirm your public support status, answer line 6b(i) if you checked box g in line 5 above. Answer line 6b(ii) if you checked box h in line 5 above. If you checked box i in line 5 above, answer both lines 6b(i) and (ii). ☐

(i) (a) Enter 2% of line 8, column (e) on Part IX-A. Statement of Revenues and Expenses. _____

(b) Attach a list showing the name and amount contributed by each person, company, or organization whose gifts totaled more than the 2% amount. If the answer is "None," check this box. ☐

(ii) (a) For each year amounts are included on lines 1, 2, and 9 of Part IX-A. Statement of Revenues and Expenses, attach a list showing the name of and amount received from each **disqualified person**. If the answer is "None," check this box. ☐

(b) For each year amounts are included on line 9 of Part IX-A. Statement of Revenues and Expenses, attach a list showing the name of and amount received from each payer, other than a disqualified person, whose payments were more than the larger of (1) 1% of line 10, Part IX-A. Statement of Revenues and Expenses, or (2) \$5,000. If the answer is "None," check this box. ☐

- 7 Did you receive any unusual grants during any of the years shown on Part IX-A. Statement of Revenues and Expenses? If "Yes," attach a list including the name of the contributor, the date and amount of the grant, a brief description of the grant, and explain why it is unusual. ☐ Yes ☒ No

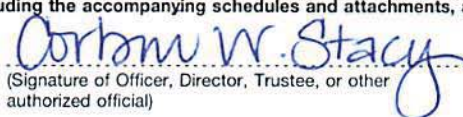
Part XI User Fee Information

You must include a user fee payment with this application. It will not be processed without your paid user fee. If your average annual gross receipts have exceeded or will exceed \$10,000 annually over a 4-year period, you must submit payment of \$750. If your gross receipts have not exceeded or will not exceed \$10,000 annually over a 4-year period, the required user fee payment is \$300. See instructions for Part XI, for a definition of **gross receipts** over a 4-year period. Your check or money order must be made payable to the United States Treasury. User fees are subject to change. Check our website at www.irs.gov and type "User Fee" in the keyword box, or call Customer Account Services at 1-877-829-5500 for current information.

- 1 Have your annual gross receipts averaged or are they expected to average not more than \$10,000? ☒ Yes ☐ No
If "Yes," check the box on line 2 and enclose a user fee payment of \$300 (Subject to change—see above).
If "No," check the box on line 3 and enclose a user fee payment of \$750 (Subject to change—see above).
- 2 Check the box if you have enclosed the reduced user fee payment of \$300 (Subject to change). ☐
- 3 Check the box if you have enclosed the user fee payment of \$750 (Subject to change). ☒

I declare under the penalties of perjury that I am authorized to sign this application on behalf of the above organization and that I have examined this application, including the accompanying schedules and attachments, and to the best of my knowledge it is true, correct, and complete.

Please
Sign
Here


(Signature of Officer, Director, Trustee, or other
authorized official)

Corbin W. Stacy

(Type or print name of signer)

(Date)

11/21/13

President

(Type or print title or authority of signer)

Reminder: Send the completed Form 1023 Checklist with your filled-in-application.

Form 1023 (Rev. 6-2006)

Schedule H. Organizations Providing Scholarships, Fellowships, Educational Loans, or Other Educational Grants to Individuals and Private Foundations Requesting Advance Approval of Individual Grant Procedures**Section I** *Names of individual recipients are not required to be listed in Schedule H.*

Public charities and private foundations complete lines 1a through 7 of this section. See the instructions to Part X if you are not sure whether you are a public charity or a private foundation.

- 1a Describe the types of educational grants you provide to individuals, such as scholarships, fellowships, loans, etc.
- b Describe the purpose and amount of your scholarships, fellowships, and other educational grants and loans that you award.
- c If you award educational loans, explain the terms of the loans (interest rate, length, forgiveness, etc.).
- d Specify how your program is publicized.
- e Provide copies of any solicitation or announcement materials.
- f Provide a sample copy of the application used.
- 2 Do you maintain case histories showing recipients of your scholarships, fellowships, educational loans, or other educational grants, including names, addresses, purposes of awards, amount of each grant, manner of selection, and relationship (if any) to officers, trustees, or donors of funds to you? If "No," refer to the instructions. ☐ Yes ☒ No
- 3 Describe the specific criteria you use to determine who is eligible for your program. (For example, eligibility selection criteria could consist of graduating high school students from a particular high school who will attend college, writers of scholarly works about American history, etc.)
- 4a Describe the specific criteria you use to select recipients. (For example, specific selection criteria could consist of prior academic performance, financial need, etc.)
- b Describe how you determine the number of grants that will be made annually.
- c Describe how you determine the amount of each of your grants.
- d Describe any requirement or condition that you impose on recipients to obtain, maintain, or qualify for renewal of a grant. (For example, specific requirements or conditions could consist of attendance at a four-year college, maintaining a certain grade point average, teaching in public school after graduation from college, etc.)
- 5 Describe your procedures for supervising the scholarships, fellowships, educational loans, or other educational grants. Describe whether you obtain reports and grade transcripts from recipients, or you pay grants directly to a school under an arrangement whereby the school will apply the grant funds only for enrolled students who are in good standing. Also, describe your procedures for taking action if the terms of the award are violated.
- 6 Who is on the selection committee for the awards made under your program, including names of current committee members, criteria for committee membership, and the method of replacing committee members?
- 7 Are relatives of members of the selection committee, or of your officers, directors, or substantial contributors eligible for awards made under your program? If "Yes," what measures are taken to ensure unbiased selections? ☐ Yes ☒ No
- Note.** If you are a private foundation, you are not permitted to provide educational grants to disqualified persons. Disqualified persons include your substantial contributors and foundation managers and certain family members of disqualified persons.

Section II *Private foundations complete lines 1a through 4f of this section. Public charities do not complete this section.*

- 1a If we determine that you are a private foundation, do you want this application to be considered as a request for advance approval of grant making procedures? ☐ Yes ☐ No ☐ N/A
- b For which section(s) do you wish to be considered?
- 4945(g)(1)—Scholarship or fellowship grant to an individual for study at an educational institution ☐
 - 4945(g)(3)—Other grants, including loans, to an individual for travel, study, or other similar purposes, to enhance a particular skill of the grantee or to produce a specific product ☐
- 2 Do you represent that you will (1) arrange to receive and review grantee reports annually and upon completion of the purpose for which the grant was awarded, (2) investigate diversions of funds from their intended purposes, and (3) take all reasonable and appropriate steps to recover diverted funds, ensure other grant funds held by a grantee are used for their intended purposes, and withhold further payments to grantees until you obtain grantees' assurances that future diversions will not occur and that grantees will take extraordinary precautions to prevent future diversions from occurring? ☐ Yes ☐ No
- 3 Do you represent that you will maintain all records relating to individual grants, including information obtained to evaluate grantees, identify whether a grantee is a disqualified person, establish the amount and purpose of each grant, and establish that you undertook the supervision and investigation of grants described in line 2? ☐ Yes ☐ No

Schedule H. Organizations Providing Scholarships, Fellowships, Educational Loans, or Other Educational Grants to Individuals and Private Foundations Requesting Advance Approval of Individual Grant Procedures (Continued)

Section II Private foundations complete lines 1a through 4f of this section. Public charities do not complete this section. (Continued)

- 4a** Do you or will you award scholarships, fellowships, and educational loans to attend an educational institution based on the status of an individual being an *employee of a particular employer*? If "Yes," complete lines 4b through 4f. ☐ Yes ☐ No
- b** Will you comply with the seven conditions and either the percentage tests or facts and circumstances test for scholarships, fellowships, and educational loans to attend an educational institution as set forth in Revenue Procedures 76-47, 1976-2 C.B. 670, and 80-39, 1980-2 C.B. 772, which apply to inducement, selection committee, eligibility requirements, objective basis of selection, employment, course of study, and other objectives? (See lines 4c, 4d, and 4e, regarding the percentage tests.) ☐ Yes ☐ No
- c** Do you or will you provide scholarships, fellowships, or educational loans to attend an educational institution to employees of a particular employer? ☐ Yes ☐ No ☐ N/A
- If "Yes," will you award grants to 10% or fewer of the eligible applicants who were actually considered by the selection committee in selecting recipients of grants in that year as provided by Revenue Procedures 76-47 and 80-39? ☐ Yes ☐ No
- d** Do you provide scholarships, fellowships, or educational loans to attend an educational institution to children of employees of a particular employer? ☐ Yes ☐ No ☐ N/A
- If "Yes," will you award grants to 25% or fewer of the eligible applicants who were actually considered by the selection committee in selecting recipients of grants in that year as provided by Revenue Procedures 76-47 and 80-39? If "No," go to line 4e. ☐ Yes ☐ No
- e** If you provide scholarships, fellowships, or educational loans to attend an educational institution to children of employees of a particular employer, will you award grants to 10% or fewer of the number of employees' children who can be shown to be eligible for grants (whether or not they submitted an application) in that year, as provided by Revenue Procedures 76-47 and 80-39? ☐ Yes ☐ No ☐ N/A
- If "Yes," describe how you will determine who can be shown to be eligible for grants without submitting an application, such as by obtaining written statements or other information about the expectations of employees' children to attend an educational institution. If "No," go to line 4f.
- Note.** Statistical or sampling techniques are not acceptable. See Revenue Procedure 85-51, 1985-2 C.B. 717, for additional information.
- f** If you provide scholarships, fellowships, or educational loans to attend an educational institution to *children of employees of a particular employer* without regard to either the 25% limitation described in line 4d, or the 10% limitation described in line 4e, will you award grants based on facts and circumstances that demonstrate that the grants will not be considered compensation for past, present, or future services or otherwise provide a significant benefit to the particular employer? If "Yes," describe the facts and circumstances that you believe will demonstrate that the grants are neither compensatory nor a significant benefit to the particular employer. In your explanation, describe why you cannot satisfy either the 25% test described in line 4d or the 10% test described in line 4e. ☐ Yes ☐ No

NamaStacy Yoga Corporation FEIN: 46-3220610

SUPPLEMENT STATEMENT TO
FORM 1023
APPLICATION FOR RECOGNITION OF EXCEPTION
Under Section 501(c)(3) of the Internal Revenue Code

FOR

NAMASTACY YOGA CORPORATION,
a Florida Not-For-Profit Corporation

Federal Employer Identification Number: 46-3220610
Florida Solicitation Registration Number: CH39289

Part I - Identification of Applicant

7. NamaStacy Yoga Corporation, a Florida not-for-profit corporation (the "Corporation") is currently represented by Adam M. Cohen, Esq., an attorney with Edward H. Gilbert, P.A. located at 1161 Holland Drive, Boca Raton, Florida 33487.

Part II - Organizational Structure

1. Attached hereto as **Exhibit A** please find a certified copy of the Articles of Incorporation (the "Articles") of the Corporation that were filed with the Secretary of State of the State of Florida on July 17, 2013 (the "Filing Date"). Since the Filing Date, the Articles have not been amended and remain in full force and effect.

5. Attached hereto as **Exhibit B** please find a copy of the Bylaws (the "Bylaws") of the Corporation that were adopted by the board of directors (the "Board") of the Corporation on the Filing Date by that certain Unanimous Written Action of the Directors of Namastacy Yoga Corporation In Lieu of Organizational Meeting dated as of the Filing Date (The "Written Action"). Since the Filing Date, the Bylaws have not been amended and remain in full force and effect.

Part IV - Narrative Description of Your Activities

The Corporation is a newly formed Florida not-for-profit corporation. The Corporation is organized exclusively for charitable, scientific and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986. The primary purpose/mission of the Corporation is to enhance awareness, education and research into the teachings and practice of yoga and provide financial aid, without regard to race, creed or color, for aspiring yoga students and teachers anywhere in the world to pursue higher education. The corporate office of the Corporation is located in Pompano Beach, Florida.

In keeping with the mission of the Corporation, the Corporation intends to (i) provide financial aid and/or scholarships to aspiring young yoga students and teachers that can be used by said persons for

NamaStacy Yoga Corporation FEIN: 46-3220610

education and certification classes and seminars and (ii) to organize and undertake seminars, fundraisers and special events to further the awareness and teachings of the practice and benefits of yoga.

As of the date of this filing, the Corporation has not awarded any financial aid and/or scholarships and has not yet hosted/sponsored any seminars, fundraisers and special events. Instead, since its inception, the Corporation has devoted most of its time and energy to (i) design and implement its corporate website at www.namastacyyoga.net, (ii) establish the scholarship application form (the "Application") along with the internal controls and procedures to process and consider the Applications and (iii) coordinate with professional and guest speakers to establish a calendar of scheduled events. The Board has been working together over the past few months to undertake the foregoing tasks.

The Corporation anticipates that as of November 1, 2013, the Corporation will be ready to receive and consider Applications (which will be submitted through the website) and will commence hosting/sponsoring seminars, fundraisers and special events (collectively, the "Events") in Southern Florida to further the awareness and teachings of the practice and benefits (both physical and mental) of yoga.

Once the Corporation begins to process Applications, the Corporation intends to commence awarding financial aid and/or scholarships on a quarterly basis. The amount of the financial aid and/or scholarships that the Corporation will provide will be determined by the amount of donations its receivers from the general public.

The Corporation anticipates that it will host/sponsor Events on a monthly basis at local Southern Florida yoga studios and will be run by the Board and other unpaid volunteers. While the Corporation intends to use its best efforts to minimize hard costs to host/sponsor events, the Corporation intends to use a portion of its donations to fund the Events.

Part V - Compensation and Other Financial Arrangements With Your Officers, Directors, Trsutees, Employees and Independent Contractors

1a.

Name	Title	Mailing Address	Compensation Amount (annual actual or estimated)
Corbin W. Stacy	Director President Treasurer Secretary	2206 South Cypress Bend Drive Unit #801 Pompano Beach, FL 33069	None*
Donna Nurmi	Director Vice President	2129 General Booth Blvd. Suite 103-185 Virginia Beach, VA 23454	None*

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Jennifer Cohen	Director Vice President	2481 NW 66 th Drive Boca Raton, FL 33496	None*
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*As of the date of the application, the Corporation does not provide any compensation to its Directors and/or the executive officers identified above. When and if the Corporation obtains sufficient levels of working capital, the Corporation intends to provide its officers with reasonable compensation for the services performed on behalf of the Corporation and in such amounts as would ordinarily be paid by like enterprises for such services.

1b.

Other than the named executive officers identified above in Part V - 1a, as of the date of this application, the Corporation does not have any other employees. When and if the Corporation obtains sufficient levels of working capital, the Corporation intends to hire employees to assist with the day to day operations of the Corporation and to provide such employees with reasonable compensation for the services performed on behalf of the Corporation and in such amounts as would ordinarily be paid by like enterprises for such services.

1c.

As of the date of this application, the Corporation has not engage the services of any independent contractors. When and if the Corporation obtains sufficient levels of working capital, the Corporation may engage the services of independent contractors to perform various services, and in any such event, intends to provide such independent contractors with reasonable compensation for the services performed on behalf of the Corporation and in such amounts as would ordinarily be paid by like enterprises for such services.

3a.

Directors and Officers

Corbin W. Stacy - Director, President, Treasurer and Secretary

Corbin Stacy ("Stacy"), the founder and President of the Corporation, grew up in Fredericksburg, Virginia and attended Middle Tennessee State University where he studied Mass Communications. Stacy moved from New York to southern Florida in 2002 as he joined Jet Blue.

Stacy began his journey into yoga in 2003 at the Barkan Method of Fort Lauderdale, Florida with Jimmy Barkan. In July 2011, Stacy completed his certification (through the Barkan Method) in Hot Yoga Levels I, II & III. Stacy currently teaches yoga at the Barkan Method of Fort Lauderdale and Boca Raton (www.barkanmethod.com) as well as the Green Monkey of Fort Lauderdale (www.greenmonkey.com).

Aside from flying the friendly skies, Stacy has trained in the fields of Tae-Kwon-Do, gymnastics, dancing, cheerleading, acting and modeling, all of which have helped shape his yoga practice. Stacy is

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passionate about helping others get certified in the yoga of their choice and is committed to "paying it forward," one scholarship at a time.

Stacy is currently an unpaid officer and director of the Corporation and can be contacted at Corbin.Stacy@namastacyyoga.net.

Donna Nurmi - Director, Vice President

Donna Nurmi ("Nurmi"), a director and Vice President of the Corporation, is a native New Yorker who grew up on Long Island. Nurmi is the oldest of four children and currently resides in Virginia Beach, Virginia with her husband of twenty-nine years.

Prior to living in Virginia Beach, Virginia, Nurmi lived in San Diego, California where she attended San Diego Mesa College where she majored in Business. While living in San Diego, Nurmi worked as a Medical Practice Manager for two large departments within the School of Medicine at the University of California located in La Jolla, California. When her husband was relocated to Virginia Beach, Virginia for work in 1996, Nurmi moved with her husband and pursued a career in the airline industry. In 2006, Nurmi joined Jet Blue, where she met Stacy and has been working closely with him at Jet Blue for the past five years.

Nurmi commenced her yoga practice in 2011 and quickly embraced the awareness and the practice and benefits (both spiritually and physically) of yoga. Aside from flying the friendly skies, Nurmi dedicates most of her free time to the practice of yoga. Nurmi also enjoys reading, cooking, music, dancing, going to the movies, and professional football.

Nurmi is honored to serve as a director of the Corporation and desires to help those aspiring and talented yogis who would love to share their knowledge and passion for yoga through teaching, but are unable to do so due to the expensive costs of certification training.

Nurmi is currently an unpaid officer and director of the Corporation and can be contacted at Donna.Nurmi@namastacyyoga.net.

Jennifer Cohen - Director, Vice President

Jennifer Cohen ("Cohen"), a director and Vice President of the Company, grew up in southern Florida and graduated from the respected Newhouse School of Communications at Syracuse University in 1996. After leaving Syracuse, Cohen moved to Los Angeles, California where she worked as a creative executive for several prominent film production companies. After working for years in the entertainment industry, Cohen discovered a new passion and pursued a career in teaching. After obtaining a teaching degree, Cohen taught elementary school in Los Angeles for five years. In 2005, Cohen and her husband decided to make the move to southern Florida to start a family and help launch Xquisite Events, which is now one of South Florida's premier floral design and event decor production companies. Cohen is a lead designer who creates and produces high end events across the country.

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Cohen commenced her yoga practice in 2012 and was immediately enamored with the practice and benefits (both spiritually and physically) of yoga practice and has recently completed an 80 hour Level II & III certification through the Barkan Method. Cohen is mentally and physically dedicated to her own personal practice of yoga and also desires to can help many others experience the true gift and power of yoga.

Cohen is currently an unpaid officer and director of the Corporation and can be contacted at Jen.Cohen@namastacyyoga.net.

5a.

Attached hereto as **Exhibit C** please find a copy of the Conflict of Interest Policy (the "Conflict of Interest Policy") of the Corporation that were adopted by the board of directors (the "Board") by the Board on the Filing Date by the Written Action. Since the Filing Date, the Conflict of Interest Policy has not been amended and remains in full force and effect.

Part VI - Your Members and Other Individuals and Organizations That Receive Benefits From You

1a.

The Corporation is organized exclusively for charitable, scientific and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as may be amended, or the corresponding section of any future federal tax code. The primary purpose/mission of the Corporation is to enhance awareness, education and research into the teachings and practice of yoga and provide financial aid, without regard to race, creed or color, for aspiring yoga students and teachers anywhere in the world to pursue higher education. As such, the Corporation intends to provide financial aid and scholarships to aspiring young yoga students and teachers that can be used by said persons for education and certification classes and seminars. The Corporation also intended to organize and undertake seminars, fundraisers and special events to further the awareness and teachings of the practice and benefits of yoga.

Part VIII - Your Specific Activities

4a.

The Corporation intends to solicit donations at all of the seminars, fundraisers and special events it organizes and/or undertakes. The Corporation also intends to solicit donations through (i) its website (the "Site") and through (ii) through basic email, mail and phone campaigns aimed at those person who have registered with the Site, requested to receive information from the Corporation and/or otherwise expressed an interest in the Corporation and/or its charitable activities.

PART IX - Financial Data

Since the Corporation has been in existence for less than one (1) year as of the time of the filing of this application, attached hereto as **Exhibit D** please find good faith estimated financial projections of the Corporation's revenues and expenses for the current year and the two (2) following years.

SCHEDULE H - Organizations Providing Scholarships, Fellowships, Educational Loans, or Other Educational Grants to Individuals and Private Foundations Requesting Advance Approval of Individual Grant Procedures

1a.

The Corporation intends to provide financial aid and/or scholarships to aspiring yoga students and teachers that can be used by said persons for education and certification classes and seminars.

1b.

The purpose of the financial aid and/or scholarships provided by the Corporation are to be used by recipients thereof for course/class fees and directly related expenses thereto.

1c.

The Corporation does not intend to make any educational loans.

1d.

The financial aid and/or scholarships to be provided by the Corporation will be primarily publicized through the Corporation's website.

1e.

Attached hereto as Exhibit E are excerpts from the Corporation's website that describes the financial aid and/or scholarships that will be available.

1f.

Attached hereto as Exhibit F is the Application that persons can use to apply for financial aid and/or a scholarship.

3.

Anyone over the age of 18 years of age is eligible to apply for financial aid and/or scholarship for any training seminar/program that is certified by the Yoga Alliance Certified program (see www.yogaalliance.org)

4a

The Corporation's decision to award financial aid and/or scholarships (each a "Award") is determined by our Board and the Board employs an individualized and comprehensive process in reviewing each person's (an "Applicant") application for the requested Award.

The Corporation is aware that there is a great variation among Applicants' personal circumstances, home environments, working environments and yoga practices. As such, the Corporation's Award decision

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making process considers all aspects of an Applicant's personal history and as such, the Corporation does not grant Awards solely on the basis of any single criterion. The Corporation attempts to value the whole person (where an Applicant has been, where the Applicant is now, and where the Applicant would like to be in the future) and of course, their practice of yoga and their desire and/or ability to enhance and promote the awareness, education and benefits of yoga.

Once the Application and all other required documentation has been completed and submitted to the Corporation, the Board, and or a committee thereof, performs the initial review and thereafter, the Board and/or an agent of the Corporation intends to contact the Applicant for an in-person and/or telephone interview (the "Interview"). Once the Interview has been completed, the Application is referred back to the Board for final determination whether or not to award an Award.

The Corporation is committed to a policy of equal opportunity for all persons and does not discriminate on the basis of race, color, national origin, age, marital status, sex, sexual orientation, gender identity, gender expression, disability, religion, height, weight, or veteran status.

4b.

The amount of donations that are received by the Corporation will determine the number of Awards that the Corporation will make in any given calendar year. Other than paying for reasonable and necessary expenses and establishing a reasonable reserve, the Corporation intends to earmark all other existing working capital for Awards.

4c.

The amount of each Award will be determined on a case by case basis and will be determined pursuant to (i) the specific request made by each such Applicant during the application process and (ii) the Corporation and the amount of working capital is available to the Corporation at such time.

4d.

If an Award is provided to an Applicant, the Applicant is required to complete the program applied for in the Application and must submit certificate of completion from the Yoga Alliance recognized institution and/or teacher to the Corporation within thirty (30) days after graduation or completion of the program.

5.

To the extent the Corporation grants an Award to an Applicant, the Corporation intends to pay the registration fee on behalf of the Applicant directly to the institution and/or other third party hosting the training seminar and/or event set forth in the Application. Moreover, and as stated above, the Applicant receiving an Award must submit a certificate of completion to the Corporation within thirty (30) days after graduation or completion of the program. To the extent that any Applicant attempts to and/or misappropriates the funds awarded by the Corporation, the Corporation intends to seek legal recourse, at law and/or in equity, against any said Applicant.

6.

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The selection committee for determining the Awards of grants shall be the Board. To the extent there is a vacancy on the Board, a replacement member shall be appointed in accordance with the Bylaws of the Corporation.

NamaStacy Yoga Corporation FEIN: 46-3220610

Exhibit A

Articles of Incorporation

See attached.



I certify the attached is a true and correct copy of the Articles of Incorporation of NAMASTACY YOGA CORPORATION, a Florida corporation, filed on July 17, 2013, as shown by the records of this office.

The document number of this corporation is N13000006378.



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Given under my hand and the
Great Seal of the State of Florida
at Tallahassee, the Capital, this the
Eighteenth day of July, 2013

Ken Detzner
Ken Detzner
Secretary of State

**ARTICLES OF INCORPORATION
OF
NAMASTACY YOGA CORPORATION**

The undersigned, as incorporator (the "Incorporator") for purposes of forming a not for profit corporation under the Florida Not For Profit Corporation Act (the "FNFPCA"), hereby adopts the following articles of incorporation (the "Articles of Incorporation"):

**ARTICLE I
NAME**

The name of the corporation is NamaStacy Yoga Corporation (the "Corporation").

**ARTICLE II
INITIAL PRINCIPAL OFFICE**

The initial street address and mailing address of the principal office of the Corporation is:

2206 South Cypress Bend Drive
Unit # 801
Pompano Beach, Florida 33069

**ARTICLE III
PURPOSE**

The Corporation is organized exclusively for charitable, scientific and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as may be amended, or the corresponding section of any future federal tax code (the "Code"). Solely for the foregoing purpose, the Corporation is empowered to exercise all rights and powers conferred by the FNFPCA, including, but not limited to: (i) enhance awareness, education and research into the teachings and practice of yoga and (ii) provide financial aid, without regard to race, creed or color, for aspiring yoga students and teachers anywhere in the world to pursue higher education.

**ARTICLE IV
POWERS**

The powers of the Corporation shall be provided in the bylaws of the Corporation in accordance with Chapter 617, Florida Statutes with the following limitations within the meaning of Section 501(c)(3) of the Code:

1. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributed to its directors, officers or other private interests, 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 the purposes set forth in ARTICLE III.

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2. 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.

3. Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not carry on any other activities not permitted to be carried on (i) by a corporation exempt from federal income tax under Section 501(c)(3) of the Code or (ii) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Code. It is intended that transfers to the Corporation shall qualify for deductions under Sections 170, 2055 and 2522 of the Code and that the Corporation shall be exempt from Federal income taxation under Section 501(a) of the Code as an organization described in Section 501(c)(3) of the Code which is other than a private foundation by reason of being described in Section 509(a) of the Code. These Articles of Incorporation shall be construed accordingly, and all powers and activities of the Corporation shall be limited accordingly.

4. In the event that the Corporation is determined to be a private foundation within the meaning of Section 509 of the Code, then during such period: (i) the Corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Code, (ii) the Corporation shall not engage in any act of self-dealing, as defined in Section 4941(d) of the Code, (iii) the Corporation shall not retain any holdings in a business enterprise for a period of time or in such a manner as to subject it to tax under Section 4943(c) of the Code, (iv) the Corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Code and (v) the Corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Code.

ARTICLE V
ELECTION OF CORPORATE DIRECTORS

The directors of the Corporation shall be elected in accordance with methods and qualifications specified in the bylaws of the Corporation (the "Bylaws"), provided, however, in no event, shall the number of directors be fewer than three (3). The initial directors shall be appointed by the Incorporator.

ARTICLE VI
BYLAWS

The initial Bylaws of the Corporation shall be adopted by the board of directors.

ARTICLE VII
MEMBERS

The Corporation shall have no members.

ARTICLE VIII
DURATION OF CORPORATE EXISTENCE

The corporate existence of the Corporation shall commence on the filing of these Articles of Incorporation with the Department of State of the State of Florida, and the duration of the Corporation shall be perpetual thereafter.

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ARTICLE IX
DISSOLUTION

Upon the dissolution of the Corporation, the directors and officers shall, after paying or making provisions for the payment of all of the liabilities of the Corporation, dispose of all the assets of the Corporation to one or more organizations organized and operated exclusively for charitable, scientific and educational purposes as shall qualify as an exempt organization or organizations under Section 501(c)(3) of the Code, as the directors and officers may determine, provided that any such organization is and shall have been for sixty (60) calendar months prior to any such distribution, described in Section 170(b)(1)(A) of the Code (other than clauses (vii) and (viii) of such Section). Any such asset not so disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the Corporation is then located, exclusively for such purposes, or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE X
REGISTERED AGENT

The registered agent and street address of the initial registered office of the Corporation is:

E.H.G. Resident Agents, Inc.
1161 Holland Drive
Boca Raton, Florida 33487

ARTICLE XI
INCORPORATOR

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

Corbin W. Stacy
2206 South Cypress Bend Drive
Unit # 801
Pompano Beach, Florida 33069

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this 16th day of July, 2013.


Corbin W. Stacy, Incorporator

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**ACCEPTANCE OF APPOINTMENT
OF
REGISTERED AGENT**

The undersigned hereby accepts the appointment as registered agent of NamaStacy Yoga Corporation contained in the foregoing Articles of Incorporation and states that the undersigned is familiar with and accepts the obligations imposed upon registered agents pursuant to the Florida Not For Profit Corporation Act.

E.H.G. RESIDENT AGENTS, INC.

Date: July 16, 2013

By: _____



Edward H. Gilbert, President

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Exhibit B

Bylaws

See attached.

NamaStacy Yoga Corporation FEIN: 46-3220610

**BY-LAWS
OF
NAMASTACY YOGA CORPORATION**

**BY-LAWS
OF
NAMASTACY CORPORATION**

ARTICLE I

MEMBERS

Section 1. No Members.

The Corporation shall have no members.

ARTICLE II

BOARD OF DIRECTORS

Section 1. Power of Board and Qualification of Directors.

The Corporation shall be managed by its Board of Directors. Each director shall be at least eighteen (18) years of age.

Section 2. Number and Term of Office.

(a) The Board of Directors shall consist of at least three (3) members. The number of directors may be altered from time to time by the vote of a majority of directors then in office, provided that no decrease in the number of directors shall shorten the term of any incumbent director. As used in this Article, "entire Board of Directors" means the total number of directors entitled to vote which the Corporation would have if there were no vacancies.

(b) At each Annual Meeting of Directors, directors shall be elected to hold office until the next Annual Meeting and until their successors have been elected and qualified.

(c) Each director shall have one vote.

Section 3. Organization.

At each meeting of the Board of Directors, the President, or, in the absence of the President, a Vice President, shall preside, or in the absence of either of such officers, a chairman chosen by a majority of the directors present shall preside. The Secretary shall act as secretary of the Board of Directors. In the event the Secretary shall be absent from any meeting of the Board of Directors, the meeting shall select its secretary.

Section 4. Resignations and Removal of Directors.

(a) Any director of the Corporation may resign at any time by giving written notice to the President or to the Secretary. Such resignation shall take effect at the time specified therein or, if no time be specified, then on delivery.

(b) Any or all of the directors may be removed for cause by vote of the directors provided there is a quorum of not less than a majority of the entire Board of Directors present at the meeting of directors at which such action is taken.

Section 5. Newly Created Directorships and Vacancies.

Newly created directorships resulting from an increase in the number of directors and vacancies occurring in the Board of Directors for any reason shall be filled by vote of a majority of directors then in office, regardless of their number. Directors elected to fill newly created directorships shall hold office in accordance with their classification (if directors are classified) and until their successors have been elected and qualified. Directors elected to fill vacancies shall serve until the next annual meeting at which the election of directors is in the regular order of business and until their successors are elected and have qualified.

Section 6. Action by the Board of Directors.

(a) Except as otherwise provided by law or in these by-laws, the act of the Board of Directors means action at a meeting of the Board by vote of a majority of the directors present at the time of the vote, if a quorum is present at such time.

(b) Any action required or permitted to be taken by the Board of Directors or any committee thereof may be taken without a meeting if all members of the Board or the committee consent in writing to the adoption of a resolution authorizing the action. The resolution and the written consents thereto by the members of the Board or committee shall be filed with the minutes of the proceedings of the Board or committee.

(c) Any one or more members of the Board of Directors or any committee thereof may participate in a meeting of such Board or committee by means of a conference telephone or similar communications equipment allowing all persons participating in the meeting to hear each other at the same time. Participation by such means shall constitute presence in person at a meeting.

Section 7. Place of Meeting.

The Board of Directors may hold its meetings at the principal office of the Corporation, or at such place or places within or without the State of Florida as the Board of Directors may from time to time by resolution determine.

Section 8. Annual Meetings.

As soon as practical after each annual election of directors, the Board of Directors shall meet for the purpose of organization and the transaction of other business. Notice of such meeting need not be given. The first such meeting may be held at any other time; and if it is held

at another time, notice shall be given as hereinafter provided for special meetings of the Board of Directors.

Section 9. Regular Meetings.

Regular meetings of the Board of Directors may be held without notice at such times as may be fixed from time to time by resolution of the Board of Directors.

Section 10. Special Meetings.

Special meetings of the Board of Directors shall be held whenever called by the President, or by at least three (3) directors. Notice shall be given orally, by telefax, by mail or by electronic mail and shall state the purposes, time and place of the meeting. If notice is given orally, in person or by telephone, it shall be given not less than one day before the meeting; if it is given by telefax, by mail or by electronic mail it shall be given not less than three days before the meeting.

Section 11. Waivers of Notice.

Notice of a meeting need not be given to any director who submits a signed waiver of notice whether before or after the meeting, or who attends the meeting without protesting, prior thereto or at its commencement, the lack of notice to him.

Section 12. Quorum.

(a) A majority of the entire Board of Directors shall constitute a quorum for the transaction of business.

(b) A majority of the directors present, whether or not a quorum is present, may adjourn any meeting to another time and place without notice to any director.

Section 13. Compensation.

Directors shall receive no compensation for their services, but may be reimbursed for the expenses reasonably incurred by them in the performance of their duties.

Section 14. Annual Report.

The Board of Directors shall present at the Annual Meeting a report certified by a firm of independent public accountants selected by the Board, showing in appropriate detail the following:

(a) The assets and liabilities, including the trust funds, of the Corporation as of the end of the twelve-month fiscal period terminating not more than six months prior to said meeting.

(b) The principal changes in assets and liabilities, including trust funds, during said fiscal period.

(c) The revenue or receipts of the Corporation, both unrestricted and restricted to particular purposes during said fiscal period.

(d) The expenses or disbursements of the Corporation for both general and restricted purposes, during said fiscal period.

This report shall be filed with the records of this Corporation and a copy thereof entered in the minutes of the proceedings of the Annual Meeting.

Section 15. Grants and Contributions.

The making of grants and contributions and otherwise rendering financial assistance for the purposes expressed in the charter of the organization shall be within the exclusive power of the Board of Directors. The Board of Directors shall also have the power to

make grants to any organization organized and operated exclusively for charitable, scientific or educational purposes within the meaning of section 501(c)(3) of the Code. The Board of Directors shall review all requests for funds from other organizations, shall require that such requests specify the use to which the funds will be put, and if the Board of Directors approves the request, shall authorize payment of such funds to the approved grantee. The Board of Directors shall require that the grantees furnish a periodic accounting to show that the funds were expended for the purposes which were approved by the Board of Director.

ARTICLE III

COMMITTEES

Section 1. Nominating Committee.

There shall be a Nominating Committee consisting of three (3) directors, who shall be elected by a plurality of the votes cast by the directors of the Corporation at each Annual Meeting and shall serve until the next Annual Meeting. The Nominating Committee shall present a slate of nominees for the Board of Directors at the next Annual Meeting following its election. The members of the Nominating Committee may be included on the slate of nominees for the Board of Directors.

Section 2. Executive Committee and Other Standing Committees.

The Board of Directors, by resolution adopted by a majority of the entire Board of Directors, may designate from among its members an Executive Committee and other standing committees consisting of three (3) or more directors. The standing committees shall have such authority as the Board of Directors shall by resolution provide; and the Executive Committee shall have all the authority of the Board of Directors, except that no such committee shall have authority as to the following matters:

- (a) The filling of vacancies in the Board of Directors or in any committee.
- (b) The fixing of compensation of the directors for serving on the Board of Directors or on any committee.
- (c) The amendment or repeal of the by-laws, or the adoption of new by-laws.
- (d) The amendment or repeal of any resolution of the Board of Directors which by its terms, shall not be so amendable or repealable. Any reference in these by-laws to the Board of Directors shall include the Executive Committee unless the context or express provision otherwise indicates.

Section 3. Special Committees.

The Board of Directors may designate special committees, each of which shall consist of such persons and shall have such authority as is provided in the resolution designating the committee, except that such authority shall not exceed the authority conferred on the Executive Committee by Section 2 of this Article III.

Section 4. Meetings.

Meetings of committees, of which no notice shall be necessary, shall be held at such time and place as shall be fixed by the President of the corporation or the chairman of the committee or by vote of a majority of all of the members of the committee.

Section 5. Quorum and Manner of Acting.

Unless otherwise provided by resolution of the Board of Directors, a majority of all of the members of a committee shall constitute a quorum for the transaction of business and the vote of a majority of all of the members of the committee shall be the act of the committee.

The procedures and manner of acting of the Executive Committee and of the committees of the Board shall be subject at all times to the directions of the Board of Directors.

Section 6. Tenure of Members of Committees of the Board.

Each committee of the Board and every member thereof shall serve at the pleasure of the Board.

Section 7. Alternate Members.

The Board of Directors may designate one or more directors as alternate members of the Executive Committee or of any standing committee of the Board, who may replace any absent member or members at any meeting of such committee.

ARTICLE IV

OFFICERS

Section 1. Number.

The officers of the Corporation shall be a President, a Treasurer, a Secretary and/or such other officers as the Board of Directors may in its discretion determine. Any two or more offices may be held by the same person.

Section 2. Term of Office and Qualifications.

Those officers whose titles are specifically mentioned in Section 1 of this Article IV shall be elected by the Board of Directors at its Annual Meeting. Unless a shorter term is provided in the resolution of the Board electing such officer, the term of office of each officer shall extend to the next Annual Meeting, and until the officer's successor is elected and qualified. The President shall be elected from among the directors.

Section 3. Additional Officers.

Additional officers may be elected for such period, have such authority and perform such duties, either in an administrative or subordinate capacity, as the Board of Directors may from time to time determine.

Section 4. Removal of Officers.

Any officer may be removed by the Board of Directors with or without cause at any time.

Section 5. Resignation.

Any officer may resign at any time by giving written notice to the Board of Directors, or to the President or to the Secretary. Any such resignation shall take effect at the time specified therein, or, if no time be specified, then upon delivery.

Section 6. Vacancies.

A vacancy in any office shall be filled by the Board of Directors.

Section 7. President.

The President shall preside at all meetings of the Board of Directors at which the President is present. The President shall act as the chief executive officer of the Corporation and shall supervise generally the management of the affairs of the Corporation subject only to the supervision of the Board. The President shall also perform such other duties as may be assigned from time to time by the Board.

Section 8. Vice Presidents.

In the absence or incapacity to act of the President, or if the office of President be vacant, the Secretary shall preside at all meetings of the Board of Directors, and shall perform

the duties and exercise the powers of the President, subject to the right of the Board of Directors from time to time to extend or confine such powers and duties or to assign them to others. The Secretary shall have such powers and shall perform such other duties as may be assigned by the Board of Directors or the President.

Section 9. Treasurer.

The Treasurer shall, if required by the Board of Directors, obtain a bond for the faithful discharge of his duties, in such sum and with such sureties as the Board of Directors shall require. The Treasurer shall keep and maintain the books of account and shall have charge and custody of, and be responsible for, all funds and securities of the Corporation, and shall deposit all such funds in the name of and to the credit of the Corporation in such banks, trust companies, or other depositories as shall be selected by the Board of Directors. The Treasurer shall also perform all other duties customarily incident to the office of Treasurer and such other duties as from time to time may be assigned by the Board of Directors.

Section 10. Secretary.

It shall be the duty of the Secretary to act as secretary of all meetings of the Board of Directors, and to keep the minutes of all such meetings in a proper book or books to be provided for that purpose; the Secretary shall see that all notices required to be given by the Corporation are duly given and served; the Secretary shall keep a current list of the Corporation's directors and officers and their residence addresses; the Secretary shall be custodian of the seal of the Corporation and shall affix the seal, or cause it to be affixed, to all agreements, documents and other papers requiring the same. The Secretary shall have custody of the minute book containing the minutes of all meetings of directors, the Executive Committee, and any other committees which may keep minutes, and of all other contracts and documents

which are not in the custody of the Treasurer of the Corporation, or in the custody of some other person authorized by the Board of Directors to have such custody.

Section 11. Appointed Officers.

The Board of Directors may delegate to any officer or committee the power to appoint and to remove any subordinate officer, agent or employee.

Section 12. Assignment and Transfer of Stocks, Bonds and Securities.

The President, the Treasurer, the Secretary, and each of them, shall have power to assign, or to endorse for transfer, under the corporate seal, and to deliver, any stock, bonds, subscription rights, or other securities, or any beneficial interest therein, held or owned by the Corporation.

ARTICLE V

CONTRACTS, CHECKS, DRAFTS AND BANK ACCOUNTS

Section 1. Execution of Contracts.

The Board of Directors, except as in these by-laws otherwise provided, may authorize any officer or officers, agent or agents, in the name of and on behalf of the Corporation to enter into any contract or execute and deliver any instrument, and such authority may be general or confined to specific instances, but, unless so authorized by the Board of Directors, or expressly authorized by these by-laws, no officers, agent or employee shall have any power or authority to bind the Corporation by any contract or engagement or to pledge its credit or to render it liable pecuniarily in any amount for any purpose.

Section 2. Loans.

No loans shall be contracted on behalf of the Corporation, unless specifically authorized by the Board of Directors.

Section 3. Checks, Drafts, etc.

All checks, drafts and other orders for the payment of money out of the funds of the Corporation, and all notes or other evidences of indebtedness of the Corporation, shall be signed on behalf of the Corporation in such manner as shall from time to time be determined by resolution of the Board of Directors.

Section 4. Deposits.

All funds of the Corporation not otherwise employed shall be deposited from time to time to the credit of the Corporation in such banks, trust companies or other depositories as the Board of Directors may select.

Section 5. Grants and Contributions.

(a) The making of grants and contributions and otherwise rendering financial assistance for the purposes expressed in the charter of incorporation shall be within the exclusive power of the Board of Directors.

(b) In furtherance of the Corporation's purposes, the Board of Directors shall have the power to make grants to any organization organized and operated exclusively for charitable, educational or scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended. The Board of Directors shall review all request for funds from other organizations, shall require that such requests specify the use to which the funds will be put, and if the Board of Directors approves the request, the Board of Directors

shall authorize payment of such funds to the approved grantee. The Board shall require that the grantees furnish a periodic accounting to show that the funds were expended for the purposes which were approved by the Board of Directors. The Board of Directors may, in its absolute discretion, refuse to make any grants or contributions or otherwise render financial assistance to or for any or all the purposes for which funds are requested.

(c) After the Board of Directors has approved a grant to another organization for a specific project or purposes, the corporation may solicit funds for the grant to the specifically approved project or purpose of the organization. The Board of Directors shall at all times have the right to withdraw approval of the grant and use the funds for other charitable, educational or scientific purposes.

ARTICLE VI

INDEMNIFICATION AND INSURANCE

Section 1. Indemnification of directors and Officers.

To the full extent authorized by law, the Corporation shall indemnify any person, made or threatened to be made, a party in any action or proceeding, whether civil or criminal, by reason of the fact that the person, his or her testator or intestate, is or was a director or officer of the Corporation or served in any capacity at the request of the Corporation any other corporation, partnership, joint venture, trust, employee benefit plan or other enterprise. The foregoing shall not obligate the Corporation to purchase directors' and officers' liability insurance, but should applicable law permit the Corporation may purchase such insurance if authorized and approved by the Board of Directors.

ARTICLE VII
CONFLICTS OF INTEREST

Section 1. Definition of Conflicts of Interest.

A conflict of interest will be deemed to exist whenever an individual is in the position to approve or influence Corporation policies or actions which involve or could ultimately harm or benefit financially: (a) the individual; (b) any member of his immediate family (spouse, parents, children, brothers or sisters, and spouses of these individuals); or (c) any organization in which he or an immediate family member is a director, trustee, officer, member, partner or more than 10% shareholder. Service on the board of another not-for-profit corporation does not constitute a conflict of interest.

Section 2. Disclosure of Conflicts of Interest.

A director or officer shall disclose a conflict of interest: (a) prior to voting on or otherwise discharging his duties with respect to any matter involving the conflict which comes before the Board or any committee; (b) prior to entering into any contract or transaction involving the conflict; (c) as soon as possible after the director or officer learns of the conflict; and (d) on the annual conflict of interest disclosure form. The Secretary of the Corporation shall distribute annually to all directors and officers, a form soliciting the disclosure of all conflicts of interest, including specific information concerning the terms of any contract or transaction with the Corporation and whether the process for approval set forth in Section 3 of this Article VIII was used.

Section 3. Approval of Contracts and Transactions Involving Potential Conflicts of Interest.

A director or officer who has or learns about a potential conflict of interest should disclose promptly to the Secretary of the Corporation the material facts surrounding any actual or potential conflict of interest, including specific information concerning the terms of any contract or transaction with the Corporation. All effort should be made to disclose any such contract or transaction and have it approved by the Board of Directors before the arrangement is entered into.

Following receipt of information concerning a contract or transaction involving a potential conflict of interest, the Board of Directors shall consider the material facts concerning the proposed contract or transaction including the process by which the decision was made to recommend entering into the arrangement on the terms proposed. The Board of Directors shall approve only those contracts or transactions in which the terms are fair and reasonable to the Corporation and the arrangements are consistent with the best interests of the Corporation. Fairness includes, but is not limited to, the concepts that the Corporation should pay no more than fair market value for any goods or services which the Corporation receives and that the Corporation should receive fair market value consideration for any goods or services that it furnishes others. The Board of Directors shall set forth the basis for its decision with respect to approval of contracts or transactions involving conflicts of interest in the minutes of the meeting at which the decision is made, including the basis for determining that the consideration to be paid is fair to the Corporation.

Section 4. Validity of Actions.

No contract or other transaction between the Corporation and one or more of its directors or officers, or between the Corporation and any other corporation, firm, association or

other entity in which one or more of its officers are directors or officers, or have a substantial financial interest, shall be either void or voidable for this reason alone or by reason alone that such director or directors or officer or officers are present at the meeting of the Board of Directors, or of a committee thereof, which authorizes such contract or transaction, or that his or their votes are counted for such purpose, if the material facts as to such director's interest in such contract or transaction and as to any such common directorship, officership or financial interest are disclosed in good faith or known to the Board or committee, and the Board or committee authorizes such contract or transaction by a vote sufficient for such purpose without counting the vote or votes of such interested director or officer. Common or interested directors may be counted in determining the presence of a quorum at a meeting of the Board of Directors or committee which authorizes such contract or transaction. At the time of the discussion and decision concerning the authorization of such contract or transaction, the interested director or officer should not be present at the meeting.

Section 5. Employee Conflicts of Interest.

An employee of the Corporation with a potential conflict of interest in a particular matter shall promptly and fully disclose the potential conflict to his supervisor. The employee shall thereafter refrain from participating in deliberations and discussion, as well as any decisions, relating to the matter and follow the direction of the supervisor as to how the Corporation decisions which are the subject of the conflict will be determined. The Chairman shall be responsible for determining the proper way for the Corporation to handle Corporation decisions which involve unresolved employee conflicts of interest. In making such determinations, the Chairman of the Board may consult with legal counsel.

The Chairman shall report to the Board at least annually concerning employee conflicts of interest which have been disclosed and contracts and transactions involving employee conflicts which the Chairman has approved.

ARTICLE VIII

COMPENSATION

Section 1. Reasonable Compensation.

It is the policy of the Corporation to pay no more than reasonable compensation for personal services rendered to the Corporation by officers and employees. The directors of the Corporation shall not receive compensation for fulfilling their duties as directors, although directors may be reimbursed for actual out-of-pocket expenses which they incur in order to fulfill their duties as directors. Expenses of spouses will not be reimbursed by the Corporation unless the expenses are necessary to achieve a Corporate purpose.

Section 2. Approval of Compensation.

The Board of Directors must approve in advance the amount of all compensation for officers of the Corporation.

Before approving the compensation of an officer, the Board shall determine that the total compensation to be provided by the Corporation to the officer is reasonable in amount in light of the position, responsibility and qualification of the officer for the position held, including the result of an evaluation of the officer's prior performance for the Corporation, if applicable. In making the determination, the Board shall consider total compensation to include the salary and the value of all benefits provided by the Corporation to the individual in payment for services. At the time of the discussion and decision concerning an officer's compensation, the officer should not be present in the meeting. The Board s of Directors shall obtain and

consider appropriate data concerning comparable compensation paid to similar officers in like circumstances.

The Board of Directors shall set forth the basis for its decisions with respect to compensation in the minutes of the meeting at which the decisions are made, including the conclusions of the evaluation and the basis for determining that the individual's compensation was reasonable in light of the evaluation and the comparability data.

ARTICLE IX

GENERAL

Section 1. Office.

The principal office of the Corporation shall be established in the State of Florida at such place as the Board of Directors may, from time to time, establish. The Corporation may also have offices at such places within or without the State of Florida as the Board of Directors may, from time to time, establish.

Section 2. Books and Records.

There shall be kept at the office of the Corporation: (1) correct and complete books and records of account, (2) minutes of the proceedings of the Board of Directors and the Executive Committee, (3) a current list of the directors and officers of the Corporation and their residence addresses, (4) a copy of these by-laws, (5) a copy of the Corporation's application for recognition of exemption with the Internal Revenue Service, and (6) copies of the past three (3) years' information returns to the Internal Revenue Service.

Section 3. Seal.

The corporate seal shall be in the form of a circle and shall have inscribed thereon the following: NamaStacy Yoga Corporation, 2013, Florida Not-for-Profit Corporation.

Section 4. Interested Directors and Officers.

No contract or other transaction between the Corporation and one or more of its directors or officers, or between the Corporation and any other corporation, firm, association or other entity in which one or more of its directors or officers are directors or officers, or have a substantial financial interest, shall be either void or voidable for this reason alone or by reason alone that such director or directors or officer or officers are present at the meeting of the Board of Directors, or of a committee thereof, which authorizes such contract or transaction, or that his or their votes are counted for such purpose, if the material facts as to such director's or officer's interest in such contract or transaction and as to any such common directorship, officership or financial interest are disclosed in good faith or known to the Board of Directors or committee, and the Board of Directors or committee authorizes such contract or transaction by a vote sufficient for such purpose without counting the vote or votes of such interested director or officers.

Common or interested directors may be counted in determining the presence of a quorum at a meeting of the Board of Directors or committee which authorizes such contract or transaction.

Section 5. Loans to Directors and Officers.

No loans shall be made by the Corporation to its directors or officers, or to any other corporation, firm, association or other entity in which one or more of its directors or officers are directors or officers or hold a substantial financial interest except as allowed by law.

Section 6. Fiscal Year.

The fiscal year of the Corporation shall commence January 1 in each calendar year and end on December 31.

ARTICLE X

AMENDMENTS

Section 1. Amendments.

The By-laws of the Corporation may be amended or repealed by the Board of Directors.

NamaStacy Yoga Corporation FEIN: 46-3220610

Exhibit C

Conflict of Interest Policy

See attached.

NamaStacy Yoga Corporation FEIN: 46-3220610

NAMASTACY YOGA CORPORATION

CONFLICT OF INTEREST POLICY
(sometimes referred to herein as the "Policy")

ARTICLE I
PURPOSE

NamaStacy Yoga Corporation (the "Corporation") is a tax exempt not-for-profit corporation organized under the laws of the State of Florida.

The directors, members of committees designated by the board of directors, officers and employees of the Corporation are required to administer the business and affairs of the Corporation in an honest and prudent manner and use their best efforts, judgement, skill and energy to improve and advance the goals and interests of the Corporation.

The purpose of this Policy is to protect the interests of the Corporation when the Corporation is contemplating entering into a transaction (or a series of transactions) or an arrangement that might, directly or indirectly, benefit the private interest of a director, member of a committee designated by the board of directors, officer and/or employee of the Corporation and/or might result in a possible excess benefit transaction. This Policy is intended to supplement, but not replace, any applicable state and federal laws governing conflicts of interest applicable to nonprofit and charitable organizations.

ARTICLE II
DEFINITIONS

"Board" means the board of directors of the Corporation.

"Compensation" means any direct or indirect remuneration received by a person, including, not limited to, gifts and/or favors that are not insubstantial.

"Interested Person" means any director, member of a Board committee with Board delegated powers, officer and/or employee of the Corporation who has a direct or indirect Financial Interest (as such term is defined below).

"Financial Interest" means any economic, pecuniary and/or other interest that a person has and/or receives, directly or indirectly, as a result of:

- (i) any ownership or investment interest in any entity with which the Corporation has a transaction and/or an arrangement;
- (ii) any compensation arrangement with the Corporation and/or any entity or individual with which the Corporation has a transaction and/or an arrangement; and/or

NamaStacy Yoga Corporation FEIN: 46-3220610

- (iii) any potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the Corporation is negotiating a transaction and/or arrangement.

ARTICLE III
PROCEDURES

Without limiting the generality of the terms and concepts contained in Article I, the purpose of the procedures set forth below are to avoid situations where an Interested Person might be making a decision on behalf of the Corporation which puts their personal needs ahead of the needs of the Corporation. As such, every director, member of a committee designated by the Board, officer and/or employee of the Corporation shall deliver to the Corporation (i) a Conflict of Interest Disclosure Statement (the "Conflict of Interest Disclosure Statement") in the form attached hereto as Exhibit A and (ii) a Gift Policy and Disclosure Statement (the "Gift Statement") in the form attached hereto as Exhibit B, both of which shall be updated and reviewed not less frequently than on an annual basis.

It should be noted that the mere existence of a Financial Interest of an Interested Person does not necessarily means that a conflict of interest exists.

1. Duty to Disclose. In connection with any actual or possible conflict of interest, an Interested Person must disclose the existence of the Financial Interest and all material facts relating thereto to the Board or any designated committee thereof considering the proposed transaction and/or arrangement.

2. Determining Whether a Conflict of Interest Exists. The Board or any designated committee thereof considering the proposed transaction and/or arrangement shall, without the inclusion of the Interested Person, determine whether or not a conflict of interest exists in accordance with the procedures set forth in this Article III.

3. Procedures for Addressing the Conflict of Interest.

(a) An Interested Person may make a presentation to the Board or any designated committee thereof, but after the presentation, the Interested Person shall leave the meeting during the discussion of, and the vote on, the transaction and/or arrangement involving the possible conflict of interest.

(b) The chairman of the Board shall, if appropriate, appoint an independent third party or committee to investigate the actual or possible conflict of interest and the alternatives to the proposed transaction and/or arrangement.

(c) After exercising due diligence, the Board or any designated committee thereof shall determine whether the Corporation can obtain, with reasonable efforts and without incurring unreasonable costs, a more advantageous transaction and/or an arrangement from a person or entity that would not give rise to a conflict of interest.

(d) If a more advantageous transaction and/or arrangement not producing a conflict of interest is not reasonably possible under circumstances, the Board or any designated committee thereof shall determine by a majority vote (not including the vote of any Interested Person) whether the transaction and/or arrangement is in the best interest of the Corporation and whether it is fair and reasonable. In conformity with

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the above determination, the Board or any designated committee thereof shall make its decision as to whether or not to enter into the transaction and/or arrangement.

4. Violations of the Conflicts of Interest Policy.

(a) If the Board or any designated committee thereof has reasonable cause to believe an Interested Person has failed to disclose actual or possible conflicts of interest, it shall inform the Interested Person of the basis for such belief and afford the Interested Person an opportunity to explain the alleged failure to disclose.

(b) If, after hearing the Interested Person's response and after making further investigation as warranted by the circumstances, the Board or any designated committee thereof determines that the Interested Person failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

ARTICLE IV
RECORDS OF PROCEEDINGS

The minutes of the Board and all committees thereof shall contain the following information:

(a) The names of the persons who disclosed or otherwise were found to have a Financial Interest in connection with an actual or possible conflict of interest, the nature of the Financial Interest, any action taken to determine whether a conflict of interest was present, and the Board's and/or committee's decision as to whether a conflict of interest in fact existed.

(b) The names of the persons who were present for discussions and votes relating to the transaction and/or arrangement, the content of the discussion, including any alternatives to the proposed transaction and/or arrangement, and a record of any votes taken in connection with the proceedings.

ARTICLE V
COMPENSATION

(a) A voting director of the Board who receives compensation, directly or indirectly, from the Corporation for services, is precluded from voting on matters pertaining to that director's compensation.

(b) A voting member of any designated committee of the Board whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Corporation for services, is precluded from voting on matters pertaining to that committee member's compensation.

(c) No voting director of the Board or any committee member thereof, whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Corporation, either individually or collectively, is prohibited from providing information to any committee regarding compensation.

ARTICLE VI
ANNUAL STATEMENTS

Each director, committee member thereof, officer and employee of the Corporation shall annually update the Conflict of Interest Disclosure Statement, which affirms such person (i) has received a copy of this Policy, (ii) has read and understands the Policy, (iii) has agreed to comply with this Policy, and (iv) understands that the Corporation is charitable and in order to maintain its federal tax exemption it must engage primarily in activities that accomplish one or more of its tax-exempt purposes.

ARTICLE VII
PERIODIC REVIEWS

To ensure that the Corporation operates in a manner consistent with charitable purposes and does not engage in activities that could jeopardize its tax-exempt status, periodic reviews shall be conducted. Such periodic reviews shall, at a minimum, include the following subjects: (i) whether compensation arrangements and benefits are reasonable, based on competent survey information, and the result of arm's length bargaining, (ii) whether partnerships, joint ventures, and arrangements with management of the Corporation conform to the Corporation's written policies, are properly recorded, reflect reasonable investment or payments for goods and services, further charitable purposes and do not result in inurement, impermissible private benefit or in an excess benefit transaction.

ARTICLE VIII
USE OF OUTSIDE EXPERTS

When conducting the periodic reviews as provided for in Periodic Reviews, the Corporation may, but need not, use outside advisors. If outside experts are used, their use shall not relieve the Board of its responsibility for ensuring that periodic reviews are conducted.

Exhibit A

CONFLICT OF INTEREST DISCLOSURE STATEMENT
(the "Conflict Disclosure Statement")

Preliminary note:

In order to be more comprehensive, this statement of disclosure/questionnaire also requires you to provide information with respect to certain parties that are related to you. These persons are referred to as "affiliated persons" and include the following: (i) your spouse, domestic partner, children, mother, father, brother or sister; (ii) any entity of which you are a board member, an officer, a partner, participate in management or are employed by, or are, directly or indirectly, a debt holder or the beneficial owner of any class of equity securities; (iii) any trust or other estate in which you have a substantial beneficial interest or as to which you serve as a trustee or in a similar capacity.

1. Name

2. Capacity (check all that apply)

☐ Board of Directors

☐ Committee of the Board of Directors; identify committee:

☐ Officer

☐ Employee

3. Have you or any affiliated persons provided services or property to the Corporation in the past year?

☐ Yes

☐ No

If yes, please describe the nature of the services or property and if an affiliated person is involved, the identity of the affiliated person and your relationship with that person:

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4. Have you or any affiliated persons purchased services or property from the Corporation in the past year?

☐ Yes

☐ No

If yes, please describe the purchased services or property and if an affiliated person is involved, the identity of the affiliated person and your relationship with that person:

5. Please indicate whether you or any affiliated persons had any direct or indirect interest in any business transaction(s) in the past year to which the Corporation was or is a party?

☐ Yes

☐ No

If yes, please describe the transaction(s) and if an affiliated person is involved, the identity of the affiliated person and your relationship with that person:

6. Were you or any of affiliated persons indebted to pay money to the Corporation at any time in the past year (other than travel advances or the like)?

☐ Yes

☐ No

If yes, please describe the indebtedness and if an affiliated person is involved, the identity of the affiliated person and your relationship with that person:

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7. In the past year, did you or any of your affiliated persons receive, or become entitled to receive, directly or indirectly, any personal benefits from the Corporation or as a result of your relationship with the Corporation, that in the aggregate could be valued in excess of US\$1,000.00, that were not or will not be compensation directly related to your duties to the Corporation?

☐ Yes

☐ No

If yes, please describe the benefit(s) and if an affiliated person is involved, the identity of the affiliated person and your relationship with that person:

8. Are you or any affiliated persons a party to or have an interest in any pending legal proceedings involving the Corporation?

☐ Yes

☐ No

If yes, please describe the proceeding(s) and if an affiliated person is involved, the identity of the affiliated person and your relationship with that person:

9. Are you aware of any other events, transactions, arrangements or other situations that have occurred or may occur in the future that you believe should be examined by the Board of Directors or any designated committee thereof in accordance with the terms and intent of the Conflict of Interest Policy of the Corporation?

☐ Yes

☐ No

If yes, please describe the situation(s) and if an affiliated person is involved, the identity of the affiliated person and your relationship with that person:

(Signature Appears Next Page)

NamaStacy Yoga Corporation FEIN: 46-3220610

I HEREBY CERTIFY, UNDER PENALTY OF PERJURY, that I have read and understand the Conflict of Interest Policy (the "Policy") of NamaStacy Yoga Corporation, a Florida not-for-profit corporation (the "Corporation") and that the responses to the above questions contained in this Conflict Disclosure Statement are complete and correct to the best of my information and belief. Moreover, I agree that if I become aware of any information that might indicate that this disclosures set forth above are inaccurate or misleading, or that I have not complied with the terms and/or spirit of the Policy, then I will notify the Board of Directors immediately.

Print Name: _____

Date: _____

Exhibit B

GIFT POLICY AND DISCLOSURE FORM
(the "Gift Policy and Disclosure Statement")

As part of the Conflict of Interest Policy of NamaStacy Yoga Corporation, a Florida not-for-profit corporation (the "Corporation"), the Corporation requires that directors, committee members of the board of directors, officers and employees decline to accept certain gifts, consideration or remuneration from individuals or entities that seek to do business with the Corporation or are a competitor of the Corporation. This Gift Policy and Disclosure Statement is intended to implement the general prohibition on gifts.

For purposes of this Gift Policy and Disclosure Statement, the following are defined terms:

"Responsible Person" means any person serving as an director, member of committee of the board of directors, officer and/or employee of the Corporation.

"Family Member" means a spouse, domestic partner, parent, child or spouse of a child, or a brother, sister, or spouse of a brother or sister, of a Responsible Person.

"Contract or Transaction" means any agreement or relationship involving the sale or purchase of goods, services or rights of any kind, receipt of a loan or grant, or the establishment of any other pecuniary relationship. The making of a gift to the Corporation is not a "contract" or "transaction."

Prohibited Gifts, Gratuities and Entertainment

Except as approved by the Board in writing, or with respect to gifts of a value less than US\$50.00 which could not be refused without discourtesy, no Responsible Person or Family Member thereof shall accept gifts, entertainment or other favors from any person or entity which (i) does or seeks to do business with the Corporation, (ii) does or seeks to compete with Corporation, or (iii) has received, is receiving, or is seeking to receive a Contract or Transaction with the Corporation.

I HEREBY CERTIFY, UNDER PENALTY OF PERJURY, that I have read the Gift Policy and Disclosure Statement concerning gifts, and I agree that I will not accept gifts, entertainment or other favors from any individual or entity which would be prohibited by the this Gift Policy and Disclosure Statement. Following my initial statement, I agree to provide a signed statement at the end of each calendar year certifying that I have not received any such gifts, entertainment or other favors during the preceding year.

Print Name: _____

Date: _____

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Exhibit D

Financial Data

See attached.

Namastacy Yoga Corporation
a Florida Not-For-Profit Corporation

ESTIMATED AND PROJECTED OPERATIONS/BUDGET FOR YEARS 2013, 2014 AND 2015

<u>Income</u>	2013	2014	2015
Public Donations	\$30,000	\$33,000	\$36,300
Fundraising and Special Events	<u>\$25,000</u>	<u>\$27,500</u>	<u>\$30,250</u>
Total Income	\$55,000	\$60,500	\$66,550

<u>Expenses</u>			
Advertising	\$3,500	\$3,675	\$3,859
Bookkeeping and Accounting Fees	\$1,500	\$1,575	\$1,654
Business Cards	\$500	\$500	\$500
Compensation to Directors/Officers*	\$5,000	\$5,250	\$5,513
FEDEX/UPS	\$500	\$525	\$551
Professional Legal Services	\$5,000	\$5,500	\$6,050
Letterhead	\$500	\$525	\$551
Marketing	\$2,500	\$2,625	\$2,756
Photographer	\$500	\$525	\$551
Postage	\$500	\$525	\$551
Printing	\$1,500	\$1,575	\$1,654
Telephone and Answering Service	\$500	\$525	\$551
Social Media Advertising	\$2,500	\$2,625	\$2,756
Supplies	\$5,000	\$5,250	\$5,513
Internet Service	\$500	\$525	\$551
Travel Expenses	\$4,000	\$4,200	\$4,410
Webpage Design & Maintenance	<u>\$1,000</u>	<u>\$1,050</u>	<u>\$1,103</u>
Total Expenses	\$35,000	\$36,975	\$39,074

Based on the foregoing pro-forma projections, the organization anticipates that will provide approximately \$20,000, \$23,500 and \$27,500 of scholarships (respectively) in the years 2013, 2014 and 2015

*As of the date of the application, the organization does not provide any compensation to its directors and/or executive officers. When and if the organization obtains sufficient levels of working capital, the organization intends to provide its directors and officers with reasonable compensation for the services performed on behalf of the organization and in such amounts as would ordinarily be paid by like enterprises for such services

NamaStacy Yoga Corporation FEIN: 46-3220610

Exhibit E

Financial Aid and Scholarships

See attached.



[SCHOLARSHIP](#) [THE MISSION](#) [YOGA COMMUNITY](#) [OUR STAFF](#)
[CORPORATE DOCUMENTS](#) [SHOP OM](#) [CONTACT US](#)

Scholarship Opportunities

[Home Page](#) > [Scholarship Opportunities](#)

General Overview of Grant Making Decisions:

Our decision to award scholarships and/or financial assistance (each an "Award") is determined by our Board of Directors (the "Board") and the Board employs an individualized and comprehensive process in reviewing each person's application for the requested Award.

We know that there is a great variation among our applicants' personal circumstances, home environments, working environments and yoga practices. As a result, our Award decision-making process considers all aspects of your personal history and as such, we do not award Grants to Awards solely on the basis of any single criterion. We attempt to value the whole person—where you have been, where you are now, where you would like to be in the future, and of course, your practice and your desire and/or ability to enhance and promote the awareness, education and

benefits of yoga.

We are committed to a policy of equal opportunity for all persons and do not discriminate on the basis of race, color, national origin, age, marital status, sex, sexual orientation, gender identity, gender expression, disability, religion, height, weight, or veteran status.

The Board utilizes a comprehensive, in-depth process to evaluate candidates for the requested Award and we strive to ensure that each applicant receives fair consideration. Once the application (the "Application") and all other required documentation has been completed and submitted to the Company, the Board, and or a committee thereof, performs the initial review and thereafter, the Board and/or an agent of the Company will contact the applicant for an in-person and/or telephone interview (the "Interview"). Once the Interview has been completed, the application is referred back to the Board for final determination whether or not to award an Award.

Frequently Asked Question About Awards and the Application Process:

How many Awards are given in each calendar year?

Since we are not-for-profit corporation, our ability to provide Awards is dependent upon the amount of donations we receive. As such, there is no set amount that we will provide to applicants on a yearly basis. However, we do intend to make as many Awards as possible during each calendar year.

Who is eligible to apply?

Any natural person ages 18 and over are eligible to apply for an Award. We are committed to a policy of equal opportunity for all persons and do not discriminate on the basis of race, color, national origin, age, marital status, sex, sexual orientation, gender identity, gender expression, disability, religion, height, weight, or veteran status.

When do you accept applications?

We review applications on a continuous calendar year basis from January 1st through October 31 of each calendar year.

Applications for 200 and 500 RYT teacher training programs and retreats must be received six (6) months prior to the potential training date. Please allow at least ninety (90) days for a final decision. Applications for workshops and continuous education credits and must be received thirty (30) days prior to the potential training date.

Is there an application fee?

No. There are no fees, charges and/or expenses to apply for an Award.

How do I apply?

All prospective applicants must apply via online application (the "Application"). All prospective applicants must also submit a legible and current copy of (i) a state issued identification card and/or driver's license and/or (ii) their passport. Unless we specifically request additional information from you, submitting extra documents may only delay our decision.

How do I know if have been granted a Award?

We will contact you if you have been granted an Award. Nevertheless, you can always contact us at info@namastacyyoga.net to check upon the status of your Application. To view a list of current Scholarship Award recipients, please click [here](#).

I have already received an Award from the Company. Am I eligible to receive more than one Award?

Yes. There is no limit on the amount of Awards that you can receive.

NamaStacy Yoga Corporation FEIN 46-3220610

How will I receive my Award?

Generally, the Company will make the payment directly to a particular service provider and/or educator to ensure that the funds are used for the purposes set forth in your Application.

APPLY NOW >

Contact Us

NamaStacy Yoga Corporation

2206 South Cypress
Bend Drive #801
Pompano Beach, FL
33069

Phone: (954)
295-2458

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Design and development: graficodesigns.net | andrewtwigg.com

NamaStacy Yoga Corporation FEIN: 46-3220610

Exhibit F

The Application

See attached.

NamaStacy Yoga Corporation FEIN: 46-3220610

NAMA STACY YOGA CORPORATION

a Florida Not-For-Profit Corporation

(the "Company")

SCHOLARSHIP APPLICATION FORM

(the "Application")

Please check the scholarship for which you (the "Applicant") are applying. For each scholarship, a separate Application must be submitted.

PERSONAL INFORMATION:

Name: _____

Home Address: _____

Home Telephone Number: _____

Mobile Telephone Number: _____

Primary Email Address: _____

Date of Birth: _____

Citizenship: _____

Gender: _____

Driver's License Number: _____ State Issued: _____

Current Employer Name, Address and Telephone Number: _____

Approximate Annual Income (pre-tax): _____

Approximate Annual Household Income (pre-tax): _____

Are you claimed as a dependant for income tax purposes? ☐ Yes ☐ No

Have you ever been arrested for, convicted of, put on probation, or has adjudication withheld or deferred for a Felony offense? ☐ Yes ☐ No

If Yes, please explain: _____

NamaStacy Yoga Corporation FEIN: 46-3220610

NATURE, DATE AND TIME OF DESIRED TRAINING:

Please check the program that you desire to attend if you are awarded a scholarship:

- ☐ 200 Hour RYT Training Program
- ☐ 500 Hour RYT Training Program
- ☐ Continuing Education
- ☐ Yoga Alliance Recognized Retreat
- ☐ Yoga Workshop

Please provide the name the yoga institution and/or sponsor of the program identified above and the dates of said event:

Name: _____

Dates: _____

How did you hear about the Company?

YOGA BACKGROUND HISTORY/INFORMATION:

Please provide all of your yoga education or retreats previously completed or attended for the past five (5) years. Arrange in sequence, listing your most current completion first.

Yoga Institution	Type of Education and/or Retreat	Location	Dates of Attendance	Completion (Yes or No)

Please list any yoga studios to which you are currently enrolled.

Studio	Location	Approximate Number of Classes Taken Per Week at Studio
--------	----------	--

NamaStacy Yoga Corporation FEIN: 46-3220610

Is this scholarship award the only means by which you can pursue the program you desire to attend?

☐ Yes ☐ No

If Yes, please explain: _____

Please describe why you are interested in the program for which you are applying, including your expectations and goals.

If you are awarded a scholarship for the program you selected, please describe how this scholarship will impact your future.

Please tell us about any unique characteristics and/or stories about yourself .

REFERENCES:

Please provide the requested contact information for the two (2) personal references listed below:

1. A non-related family member over the age of twenty five (25):

Name: _____

Address: _____

Home Phone: _____

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Mobile Phone: _____

Email: _____

How long have you know this person? _____

2. A Yoga Studio owner and/or Yoga teacher:

Name: _____

Address: _____

Home Phone: _____

Mobile Phone: _____

Email: _____

How long have you know this person? _____

By checking the "I AGREE" box below, the undersigned Applicant hereby gives consent for an investigative report (an "Investigation") to be done on the Applicant for purposes of this Application. In connection with the foregoing Investigation, the undersigned Applicant hereby expressly authorizes, without reservation, any law enforcement agency, administrator, state agency, state repository, former employer, educational institution, city, state, federal court, military institution, information service bureau, employer or insurance company contacted by the Company or any third party engaged by the Company to furnish any and all information required to conduct the Investigation. The undersigned Applicant expressly acknowledges and understands that the Investigation will (i) include information from law enforcement agencies, state agencies and public records information and (ii) will also include information as to the undersigned Applicant's character, general reputation, personal characteristics, mode of living and employment history.

☐ I AGREE

If you are granted a scholarship award (an "Award") from the Company, and by checking the "I AGREE" box below, the undersigned Applicant agrees:

1. to release and hold harmless the Company and its directors, officers, employees and agents (collectively, the "Released Parties") from and against any and all liability against any claim or cause of action including, but not limited to, personal injury, death, loss or damages of any kind, arising from or in connection with the use and/or misuse of any Award and/or the participation in and/or traveling to any yoga related activities related to the Award; and

2. to grant to the Company the right to use and publish the Applicant's name, city and state of residence and/or personal likeness for advertising, trade and/or promotional purposes in commerce and in

NamaStacy Yoga Corporation FEIN: 46-3220610

any media worldwide in connection with the activity of the Company without limitation or notice and without additional compensation.

☐ I AGREE

Under penalty of perjury under the laws of the State of Florida, the undersigned Applicant certifies, represents and warrants to the Company that all of the statements and information contained in this Application are true and correct and not misleading. As such, undersigned Applicant further acknowledges and agrees that (i) any false or misleading information stated in this Application may constitute grounds for rejection of this Application for the requested Award.

SIGNATURE: _____

Date: _____

Date of this notice: 07-19-2013

Employer Identification Number:
46-3220610

Form: SS-4

Number of this notice: CP 575 E

NAMASTACY YOGA CORPORATION
% CORBIN W STACY
2206 S CYPRESS BEND DR UNIT 801
POMPANO BEACH, FL 33069

For assistance you may call us at:
1-800-829-4933

IF YOU WRITE, ATTACH THE
STUB AT THE END OF THIS NOTICE.

WE ASSIGNED YOU AN EMPLOYER IDENTIFICATION NUMBER

Thank you for applying for an Employer Identification Number (EIN). We assigned you EIN 46-3220610. This EIN will identify you, your business accounts, tax returns, and documents, even if you have no employees. Please keep this notice in your permanent records.

When filing tax documents, payments, and related correspondence, it's very important that you use your EIN along with your complete name and address exactly as shown above. Any variation may cause a delay in processing, result in incorrect information in your account, or even cause you to be assigned more than one EIN. If the information shown above isn't correct, please send us the correction using the attached tear-off stub.

Annual filing requirements

Most organizations with an EIN have an annual filing requirement, even if they engage in minimal or no activity.

A. If you are tax exempt, you may be required to file one of the following returns or notices:

Form 990, Return of Organization Exempt From Income Tax
Form 990-EZ, Short Form Return of Organization Exempt From Income Tax
Form 990-PF, Return of Private Foundation
Form 990-N, e-Postcard (available online only)

Additionally, you may be required to file your annual return electronically.

If an organization required to file a Form 990, Form 990-PF, Form 990-EZ, or Form 990-N does not do so for three consecutive years, its tax-exempt status is automatically revoked as of the due date of the third return or notice.

Please refer to www.irs.gov/990filing for the most current information on your filing requirements.

B. If you are not tax-exempt, you may be required to file one of the following returns:

Form 1120, U.S. Corporation Income Tax Return
Form 1041, U.S. Income Tax Return for Estates and Trusts
Form 1065, U.S. Return of Partnership Income

Please refer to Publication 1635, Understanding Your EIN, for more information about which forms you may be required to file.