

**ARTICLES OF INCORPORATION
OF THE
ASSOCIATION FOR HANNA SOMATIC EDUCATION, INC.
A CALIFORNIA PUBLIC BENEFIT CORPORATION**

ONE: The name of this corporation is the ASSOCIATION FOR HANNA SOMATIC EDUCATION, INC.

TWO: This corporation is a nonprofit public benefit corporation and is not organized for the private gain of any person. It is organized under the Nonprofit Public Benefit Corporation Law for charitable purposes. The specific purposes for which this corporation is organized are:

(a) to establish a charitable institution to teach, scientifically research, develop and disseminate educational material to the public, including, but not limited to, material relating to Hanna Somatic Education™, Somatic Exercises™, and related somatic arts, sciences, philosophy and principles, through lectures, seminars, training programs, conferences, conventions, publications, audio or video tapes, or otherwise;

(b) to provide the public with education in the use and application of Hanna Somatic Education™, Somatic Exercises™, and related somatic arts, sciences, philosophy and principles;

(c) to protect and promote the public welfare by offering continuing education, scientific research, and development opportunities for members of the public certified in Hanna Somatic Education™, Somatic Exercises™, and related somatic arts, sciences, philosophy and principles;

THREE: The name and address in the State of California of this corporation's initial agent for service of process is Phil Shenk, 925 Golden Gate Drive, Napa, CA 94558-9601; telephone 707-255-2473 voice, 707-255-1259 fax.

FOUR: (a) This corporation is organized and operated exclusively for charitable, educational and/or scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code.

(b) Notwithstanding any other provision of these Articles, the corporation shall not carry on any other activities not permitted to be carried on (1) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code or (2) by a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

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

FIVE: The property of this corporation is irrevocably dedicated to charitable, educational, and/or scientific purposes meeting the requirements of Section 214 of the California Revenue and Taxation Code and no part of the net income or assets of the organization shall ever inure to the benefit of any director, officer or member thereof or to the benefit of any private person.

On the dissolution or winding up of the corporation, its assets remaining after payment of, or provision for payment of, all debts and liabilities of this corporation, shall be distributed to a nonprofit fund, foundation, or corporation which is organized and operated exclusively for charitable, educational, and/or scientific purposes meeting the requirements of Section 214 of the California Revenue and Taxation Code and which has established its tax-exempt status under Section 501(c)(3) of the Internal Revenue Code.

Date: December 31, 1996

Karen Hewitt, Incorporator

Lawrence Gold, Incorporator

Maggie Munroe, Incorporator

Phil Shenk, Incorporator

Marilyn Warnock, Incorporator

We, the above-mentioned initial Incorporators of this corporation, hereby declare that we are the persons who executed the foregoing Articles of Incorporation, which execution is our act and deed.

Karen Hewitt, Incorporator

Lawrence Gold, Incorporator

Maggie Munroe, Incorporator

Phil Shenk, Incorporator

Marilyn Warnock, Incorporator