

N11000008260

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP     WAIT     MAIL

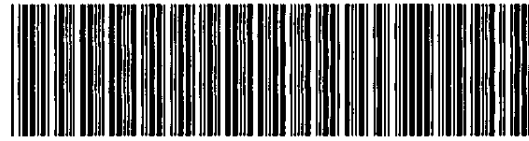
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



800211063258

08/30/11--01016--008 \*\*87.50

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
11 AUG 30 PM 3:33

Ps 8/30/11

COVER LETTER

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

SUBJECT: Bulgarian Eastern Orthodox Church "Saint Nicholas", Inc  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

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

\$70.00  
Filing Fee

\$78.75  
Filing Fee &  
Certificate of  
Status

\$78.75  
Filing Fee  
& Certified Copy

\$87.50  
Filing Fee,  
Certified Copy  
& Certificate

ADDITIONAL COPY REQUIRED

FROM: LACHEZAR VANCHEV, Esq.  
Name (Printed or typed)

11100 SW 1st Street  
Address

Coral Springs, FL 33071  
City, State & Zip

954 618 8976  
Daytime Telephone number

LACHEZARVANCHEV@gmail.com  
E-mail address: (to be used for future annual report notification)

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

11 AUG 30 PM 3: 33

ARTICLES OF INCORPORATION  
OF  
**Bulgarian Eastern Orthodox Church  
"Saint Nicholas", Inc.**

**Article 1:**

**Name.** The name which this parish is to be identified is "Bulgarian Eastern Orthodox Church "Saint Nicholas", Inc.

**Article 2:**

**Place of business.** The initial street address of the principal place of business of the parish shall be:

Bulgarian Eastern Orthodox Church "Saint Nicholas", Inc.  
2130 Monroe St.,  
Hollywood FL 33020

**Mailing Address.** The initial mailing address of the parish shall be:

Bulgarian Eastern Orthodox Church "Saint Nicholas", Inc.  
2130 Monroe St.,  
Hollywood FL 33020

**Article 3:**

**Purpose.** The purpose of this Declaration is to establish a place of worship and to unite spiritually and ecclesiastically in the name of Lord Jesus Christ, the religious Eastern Orthodox Christians of Bulgarian descent, living in Broward, Dade, Palm Beach Counties and their vicinities; to satisfy their religious and spiritual needs and to meet their Church requirements.

The parish shall be organized and operated exclusively for charitable, religious, educational and scientific, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the United States Internal Revenue Code, or corresponding section of any future United States federal tax code.

It is a non-profit Organization and is alien to any speculative purposes.

The purposes and activities of the parish may not be illegal or violate fundamental public policy.

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

Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

**Article 4:**

**Manner in which Directors are elected or appointed.** Members of the Board of Directors shall be elected amongst all candidates by a simple majority vote by the members of the parish, providing that Quorum is established.

All Candidates shall be voting members of the Church in good standing.

Immediately after the Election, the newly elected Board of Directors shall enter the Church and pledge SERVICE WITH HONOR to the Church.

Each Year, the General Annual Membership Meeting shall be held during Easter.

**Article 5:**

**The initial Board of Directors is:**

1. President - Ivailo Zahariev Zahariev residing at: 1324 NE 181 St. North Miami Beach, FL 33162
2. Vice President - Dimitar Mateev residing at: 2321 Lee St. Hollywood, FL 33020
3. Treasurer - Axenia Katchova residing at: 2130 Monroe St., Hollywood, FL 33020
4. Secretary - Jack Kazakow residing at: 8880 Sunrise Lakes Blvd. #206 Sunrise, FL 33322
5. Director - Todor Naumov Dimitrov residing at: 1939 Johnson St. Hollywood, FL 33020
6. Director - Georgi I. Kirov residing at: 8400 Byron Ave. #4B Miami Beach, FL 33141

**Article 6:**

**Governing Body.** The Bulgarian Eastern Orthodox Church "Saint Nicholas", shall be guided in all its activities in accordance with Holy Scriptures, the ecclesiastical law of the Eastern Orthodox Church, the civil laws of the United States of America, the laws of the State of Florida, the administrative laws of the Bulgarian Eastern Orthodox Church, the decisions of the Board of Directors of the parish and the parish priest.

The administration of the parish shall be directed by Board of Directors consisting of minimum five (5) but not more than seven (7) members.

The nominated candidates for the Board of Directors shall be elected into office at the Annual General Membership Meeting.


No member of Board of Directors of any other Organization shall be elected or serve as a member of the Board of Directors of the parish.

**Article 7:**

**Registered Agent.** The name and Florida Street Address of the registered agent is:

Axenia Katchova  
2130 Monroe St.,  
Hollywood FL 33020

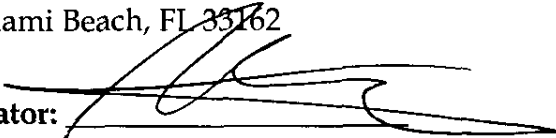
Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Registered Agent Signature: 

**Article 8:**

**Incorporator.** The name and address of the Incorporator is:

Ivailo Zahariev Zahariev  
1324 NE 181 St.  
North Miami Beach, FL 33162

Incorporator:   
/signature/

IVAULO ZAHARIEV  
/printed name/

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
11 AUG 30 PM 3:33

**Article 9:**

**Definitions.**

Bulgarian Eastern Orthodox Church "Saint Nicholas"; or Church; or Bulgarian Church; or "Saint Nicholas"; or Parish; or Corporation.

Diocesan Prelate means the Metropolitan of the Bulgarian Diocese of the USA, Canada, and Australia or its successor as determined by action of the Holy Synod of the Bulgarian Patriarchate. The Corporation will exist and function in accordance with the teachings of the Holy Scriptures of our Lord Jesus Christ, the Holy Ecclesiastical Laws of the Eastern Orthodox Church, the traditions and the established practices of the Bulgarian Orthodox Church and the Bulgarian Eastern Orthodox Diocese of the USA, Canada and Australia.

Member - Free membership for kids and teenagers under eighteen (18) years old; with

no rights to vote.

**Voting Member** - Members in good standing, eighteen (18) years old or older with the right to vote.

**Sponsors** - Any person or organization which provides services, labor, money or other donations (in an amount greater than \$999.99) benefiting the Church.

**Expenses** - Expenses of operation of the Church; any valid charge against the Church as a whole.

**Governing Body; or Board of Directors; or Parish Council** - All the affairs, policy, regulations and property of the Church shall be controlled and governed by the Board of Directors of the Church consisting of voting members who are all to be elected annually by the voting members. The Board of Directors will serve voluntary and shall not receive any salary or other compensations from the Church's funds.

**Internal Revenue Code** - The United States Federal Internal Revenue Code or any future United States federal tax code.

#### **Article 10:**

**Eparchy.** The parish shall exist and functioning in accordance with the teachings of the Holy Scriptures of our Lord Jesus Christ, the Holy Ecclesiastical Laws of the Eastern Orthodox Church, the traditions and the establish practices of the Bulgarian Orthodox Church and the Bulgarian Eastern Orthodox Diocese of the USA, Canada and Australia.

#### **Article 11:**

**Responsibilities.** In order to realize this purposes the parish "Saint Nicholas" shall endeavor:

a) To have and to maintain its own church building, and its own church home, where members of the parish may direct their prairs to the Lord, to hold their church services and their Sunday Schools and to have their meetings and other religious and social activities.

b) To have and support its own parish priest and if necessary and possible, other church servants.

#### **Article 12:**

**Membership fee.** The parish shall realize its financial support from regular membership duties, voluntary donations, contributions and bequests. The membership dues shall be determined at the Annual General Membership Meeting.

#### **Article 13:**

**Obligations of Members.** All members of the Church shall conform to and abide by the By-Laws and uniform rules and regulations in regard to the membership and the use of the Church's facilities which may be adopted in writing from time to time by the Board of Directors of the Church, and to see that all persons using Church's property do likewise.

All Bulgarians, residing in Broward, Dade, Palm Beach Counties and their vicinities, baptized and/or anointed in the Eastern Orthodox Faith shall be parishioners of the

Bulgarian Eastern Orthodox Church "Saint Nicholas".

In order to have the right to participate in governing the parish and in order to qualify to vote and be eligible to be elected to office, the parishioners must declare in writing their desire to be accepted as regular members of the parish "Saint Nicholas", assuming the obligations to be faithful Orthodox Christians, to meet regularly the religious and church requirements and the local financial obligations.

**Article 14:**

**The newly accepted members.** The newly accepted members shall have the right to attend the general membership meetings, to take the floor, to discuss issues, and make motions, but they shall have the right to vote after they have been members of good standing for one year and in order to have the right to be eligible for office, they must have been members of the parish in good standing for a period of at least two years.

**Article 15:**

**The duties of the Board of Directors.** The members of the Board of Directors shall:

1. Attend the Divine Services regularly, in order to set an example of fulfillment of Christian duty.
2. Meet each month, and if necessary, the President shall call Special meetings.
3. Control the real estate, the inventory, and the other property of the parish.
4. Control, examine and determine the proper entries of all income and expenditures of the parish entered by the Treasurer in his records.
5. Give financial and inventory reports to the annual General Membership Meetings.
6. Receive all the income and to determine and control the expenditures of the parish.
7. Publish and update every month on the Internet (Website and/or Face-book) Bank Statements, the names of all Sponsors, and Monthly Income & Spending Statement.
8. Determine the salary of the parish priest and the salaries of other church servants if there are any.
9. See that the parish has title for all its property.
10. Have the custody of the title documents of all the properties of the parish.

**Article 16:**

**Authority** The Board of Directors shall have the authority to hire or fire the parish priest only if a simple majority (+50%) of the members at the Special Membership Meeting, called for that purpose, shall decide so; providing that a quorum is established.

The Board of Directors shall have the authority to spend an amount greater than \$4,999.99 only if a simple majority (+50%) of the members at the Special Membership Meeting, called for that purpose, shall decide so; providing that a quorum is established.

The Board of Directors shall have the authority to buy property for the parish or sell parish property only if a simple majority (+50%) of all Voting Members at the Special Membership Meeting, called for that purpose, shall decide to buy or sell the parish property.

The Board of Directors shall have the authority to take credit or loans only if seventy five percent (75 %) or more of all voting members at the Special Membership Meeting, called for that purpose, shall decide to take a credit or a loan.

**Article 17:**

**Parish priest.** The parish priest is the Servant of the Lord Jesus Christ and Spiritual Leader of the parish. His duties shall be to follow the Holy ecclesiastic laws of the Holy Synod of the Bulgarian Orthodox Church, and the By-Laws of the parish "Saint Nicholas", to celebrate Divine Liturgy every Sunday and every Church holy day during the week, to direct the Sunday School, to give moral support to anyone seeking his help, and to assist the Board of Directors in all his parish activities. The parish priest should not attend any political meetings. Should he leave the parish, he must seek the blessing of his Metropolitan and notify the Board of Directors. The parish priest must keep regular records of all baptismal, weddings, and funerals. The Board of Directors may permit the priest to hold free baptismal, and funeral services for poor Bulgarians not able to afford the regular fee.

When the Church is left without a priest, the Board of Directors shall petition the Diocesan Prelate, in writing with a request for a priest. A Special Membership Meeting of the parish, duly called for such a purpose, shall approve the new priest with a majority vote. The parish priest must also be approved by the Diocesan Prelate.

**Article 18:**

**Dissolution.** The Church may be terminated in the following manner:  
One hundred percent (100%) of the Voting members vote to terminate the Church.

Upon the dissolution of the parish, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets 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 19:****Finances, Earnings, Liabilities, Liens, Interest Collection.**

Members and Voting members shall have no financial or other liabilities concerning the Church.

No part of the net earnings of the parish shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the parish shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set for in Article 1 hereof.

**Article 20:**

**Amendment of Declaration.** This Declaration of the Bulgarian Orthodox Church "Saint Nicholas" may be amended by affirmative vote, of three-fourths ( $\frac{3}{4}$ ) of the voting members of the Church at a meeting duly called for such a purpose. A copy of such amendment shall be certified by the President or Secretary of the Church as having been duly



adopted and shall be effective when recorded in the Public Records of Dade, Broward or Palm Beach County, Florida.

**Article 21:**

**Invalidation and Operation.** Invalidation of any portion of this Declaration or of any portion contained in a conveyance of the Church, whether by judgment, court order, or statute, shall in nowise affect any of the other provisions which shall remain in full force and effect.

**Article 22:**

**Interpretation.** Whenever the context so requires, the use of any gender shall be deemed to include all genders, and the use of the plural shall include the singular and the singular shall include the plural. The provisions of this Declaration shall be literally construed to effectuate its purposes of creating a uniform plan for the operation of the Church in accordance with the laws made and provided for Non-for-profit organizations.