

N01 00000 7501
TRANSMITTAL LETTER

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

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
01 OCT 22 PM 2:23

SUBJECT: "ADELANTE" THEOLOGICAL SEMINARY, INC.
(Proposed corporate name - must include suffix)

900004647999--5
-10/22/01--01054--002
*****78.75 *****78.75

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

☐ \$122.50
Filing Fee
& Certificate

☐ \$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: DR. GERMAN MORENO
Name (Printed or typed)

1325 NORTH A STREET
Address

LAKE WORTH, FL 33460
City, State & Zip

(561) 718-7388
Daytime Telephone Number

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

F. G. H. OCT 2, 2 2001

ARTICLES OF INCORPORATION

ARTICLES OF INCORPORATION

We, the undersigned, desiring to become incorporated under the provisions of the laws of the state of Florida, adopt the following Articles of Incorporation:

ARTICLE I NAME OF CORPORATION

The name of this corporation is "ADELANTE" THEOLOGICAL SEMINARY INC.

ARTICLE II LOCATION

The location of the seminary shall be in the City of Lake Worth, County of Palm Beach, State of Florida. The street address and mailing address of the registered office of the church shall be 1325 North "A" Street, Lake Worth, Florida 33460. The name of the resident agent at the registered office is Dr. German Moreno.

ARTICLE III FUNDAMENTAL PRINCIPLES

This Seminary is a member of the Christian Reformed Church in North America and recognizes the following as the fundamental principles of doctrine and government: (a) the Bible as the inspired and infallible Word of God and the only rule for faith and life and (b) the formulas of unity of the Christian Reformed Church in North America, namely, the Belgic Confession, the Heidelberg Catechism, the Canons of Dort.

ARTICLE IV PURPOSES

This seminary is a nonprofit ecclesiastical corporation organized and operated exclusively for religious in theological education purposes within the meaning of Section 501 © (3) of the United States Internal Revenue Code of 1986, as amended (or the corresponding provision of any future United States Internal Revenue law) (the "Code").

The seminary shall not carry on any activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501 (c) (3) of the Code or (b) by a corporation contributions to which are deductible under Section 170 (c) (2) of the Code. This seminary has not been formed for pecuniary profit or gain. No part of the assets, income, or profit of the seminary shall inure to the benefit of its board of trustees or officers. However, the seminary shall be authorized to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in this Article IV.

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

FILED STATE
SECRETARY OF FLORIDA
TALLAHASSEE, FLORIDA
01 OCT 22 PM 2:23

ARTICLE V SEMINARY GOVERNANCE

The ecclesiastical government of the seminary shall be conducted in accordance with the Order of the Christian Reformed Church in North America (the "Church Order") as synod shall adopt or revise.

The board of this seminary, as defined under the Church Order, shall constitute the board of trustees and shall have all powers over the temporalities of this seminary as the Order and relevant state law may prescribe.

The Director(s), if there be one or more, and any persons elected to the office according to the Order must be members of the Christian Reformed Church. The corporate functions related to an office shall cease on the vacating of the office, but a vacancy in the office of the Director(s) shall in no way affect the board of trustees.

ARTICLE VI PROPERTY

A. Manner in Which Held

All real and personal property shall be held exclusively in furtherance of the purposes of this seminary as a member of the Christian Reformed Church in North America and in furtherance of the principles of doctrine and ecclesiastical government outlined under Articles III and V of these Articles of Incorporation and interpreted by the classis of which the seminary is a member (the "classis"), subject to review on appeal by synod, consistent with the Church Order.

B. In the Event of Dissolution

In the event of the disbanding of this seminary and the dissolution of this corporation, the seminary's remaining assets, if any, after the payment of its debts and expenses, shall be conveyed as the board of trustees may propose and as the affirmative vote of a majority of the members shall determine, subject to each of the following:

1. The classis must approve the disbanding of this seminary and the dissolution of this corporation;
2. The board of trustees shall consult with the classis in formulating its proposal for property distribution.
3. The vote of the members shall be in accordance with the provisions of paragraph B of Article VII of these Articles of Incorporation.
4. All remaining assets must be distributed only to one or more organizations which qualify as exempt organizations under Section 501 © (3) of the Code.

ARTICLE VII POWERS OF THE BOARD AND MEMBERSHIP VOTING REQUIREMENTS

- A. Except as provided under paragraphs B through D of this Article VII of these Articles of Incorporation, the board of trustees shall have the authority to bargain, sell, convey, mortgage, lease, or release any real estate belonging to the seminary; to erect and repair seminary buildings, parsonages, schoolhouses and other buildings for the direct and legitimate use of the seminary; and to fix the salary of anyone in its employment.
- B. No purchase, sale or conveyance, mortgage, lease, or fixing of salaries shall occur under paragraph A of this Article VII of these Articles of Incorporation unless the affirmative vote of a majority of the members of the seminary shall be first obtained at a meeting of the members present and entitled to vote. This meeting shall be specially called for that purpose by notice given for two successive Sundays at the usual place of meeting.

- C. In the event of schism, the provisions of Article VI, D shall control the disposition of any real or personal property, and this Article VII shall not be effective.
- D. No sale, mortgage, or conveyance shall be made of any gift, grant, donation, conveyance, or bequest which would be inconsistent with the express terms or plain intent of the grant, donation, gift, conveyance, or bequest.

ARTICLE VIII AMENDMENTS

The board of trustees may at any time, by the affirmative vote of two-thirds of the trustees, adopt amendments to these Articles of Incorporation. Notwithstanding the preceding provision, the board of trustees shall not adopt any amendments to these Articles of Incorporation which are inconsistent with the provisions of Articles III through VIII unless approved by the classis (or synod on appeal).

Before any such amendment shall become effective, the trustees shall obtain an affirmative vote of at least two-thirds of the members of the seminary present and entitled to vote at a meeting specially called for that purpose, of which notice has first been given as provided for under paragraph B of Article VII of these Articles of Incorporation.

ARTICLE IX TERM

The term of this corporation is perpetual.

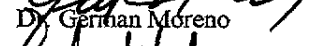
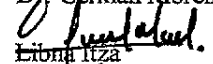
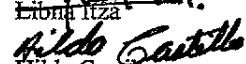
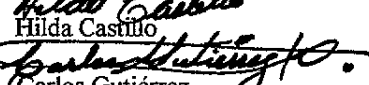

The applicants are individuals of the full age of eighteen years with power under law to contract. The name, the place of residence and the calling of each of the applicants are as follows:

NAME	ADDRESS
A Dr. German Moreno	1325 No. "A" St., Lake Worth, FL 33460
B Libna Itzá	2853 Crosley Dr W #E, West Pam Beach, Fl. 33415
C Hilda Castillo	1677 63rd Drive South, West Palm Beach, Fl. 33415
D Carlos Gutiérrez	124 Marguerite Dr, West Palm Beach, Fl. 33415
E Mauro De León	217 South K Street, Lake Worth, Fl. 33460

X

The Corporation is to carry on its operations without pecuniary gain to its members, and any profits or other accretions to the Corporation are to be used in promoting its objects.

DATED at the City of Lake Worth, in the Province of Fl, this day of 9-24-01.

A 
B 
C 
D 
E 

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

CORPORATION:

"ADELANTE" Theological Seminary, Inc.

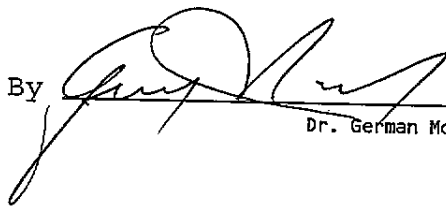
REGISTERED AGENT:

Dr. German Moreno
1325 North A Street
Lake Worth, FL 3346

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
01 OCT 22 PM 2:23

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

By



Dr. German Moreno