

Division of Corporations

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Florida Department of State  
Division of Corporations  
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FLORIDA NON-PROFIT CORPORATION

Church of Divine Verbun, Inc.

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(NOT FOR PROFIT)

CHURCH OF DIVINE VERBUN, INC.

ARTICLE I - CORPORATE NAME

The name of this corporation shall be: Church of Divine Verbun, Inc.

ARTICLE II - NATURE OF BUSINESS AND POWERS

The purposes and corporate powers of this corporation are as follows:

A) To respond to this leading of the Holy Spirit ; to nurture one another through a program of Christian fellowship and music; to receive and distribute offerings to the support of the Kingdom; to preach and propagate among all people the Gospel of the revelation of God through Jesus Christ as Lord and Savior, based upon the record contained in the Holy Bible.

B) To be organized exclusively for charitable , religious, educational and scientific purposes, including, for such purposes , the making of distributions to organizations that qualify as exempt organizations under Section 501 (c) of the Internal Revenue Code of 1954 ( or the corresponding provision of the future United States Internal Revenue Law).

C) To adopt and use a common corporate seal and alter the same; provided , however, that such seal shall always contain the words "corporation not for profit."

D) Elect or appoint such officers and agents as its affairs shall require and allow them reasonable compensation.

E) Adopt, change, amend and repeal Bylaws, not inconsistent with the law of its Articles of Incorporation, for the administration of the affairs of the corporation and the exercises of its corporate powers.

F) Increase, by a vote of its members cast as the Bylaws may direct, the number of its directors so that the numbers shall not be less than three but may be any number in excess thereof, not to exceed fifteen.

G) Make contracts and incur liabilities, borrow money at such rates of interest as corporations may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage and pledge of all or any of this property, franchises or income.

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H) Conduct its affairs , carry in its operations, and have offices and exercise powers granted by this part of any state, territory, district or possession of the United States or any foreign country.

I) Purchase , take , receive, lease, take by gift, devise or bequest, or otherwise acquire , own, hold, improve , use, or otherwise deal in and with real or personal property , or any interest therein, wherever situated.

J) Acquire, enjoy, utilize and dispose of patents, copyrights and trademarks and any licenses and other rights or interest thereunder or therein.

K) Sell , convey, mortgage, pledge, lease, exchange, transfer, or otherwise dispose of all or any part of its property and assets.

L) Purchase, take , receive, subscribe for , or otherwise acquire, own, hold, vote , use, employ, sell, mortgage, lend, pledge or otherwise dispose of and otherwise use and deal in and with, shares and other interest in, or obligations of , other domestic or foreign corporations, whether for profit or not for profit, associations, partnerships or individuals , or direct or indirect obligations of the United States or of any other government, state, territory, governmental district, municipality, or of any instrumentality thereof.

M) Lend money for its corporate purposes, invest and reinvest its funds , and take and hold real and personal property as security for the payment of funds so loaned or invested.

N) Make donations for the public welfare or for religious charitable, scientific, educational or other similar purposes.

O) Have and exercise all powers necessary or convenient to effect any or all of the purposes for which the corporation is organized.

P) Merge and consolidate with other corporations both for profit and not for profit , domestic and foreign , provided that the surviving corporation is a corporation not for profit.

Q) Sue and be sued and appear and defend in all actions and proceedings in its corporate name to the same extent as a natural person.

## ARTICLE II - MEMBERSHIP

The qualifications of members and their manner of admission shall be as follows:

The membership shall be composed of those who have expressed a desire to unite with the religious organization for the purpose of Christian fellowship , Christian service, and Christian growth. It shall be achieved in the following manner:

- 1) By professing belief that Jesus Christ is the Son of God and making public declaration thereof.
- 2) By committing oneself to the purposes of this corporation, its charter and Bylaws , and by accepting the Articles of Faith.
- 3) By accepting the Body Covenant as a spiritual goal and by the aid of the Holy Spirit , endeavoring to live up to the standards contained therein.
- 4) By completing the membership orientation sessions or their equivalent.
- 5) By having been counseled by the Pastor and / or Spiritual Leader and as is for specifically provided in the corporate Bylaws.

Expulsion or suspension of members shall be by majority vote of the Board of Directors and of the membership and as is more specifically provided in the Bylaws.

#### ARTICLE IV - TERM OF EXISTENCE

This manner corporation shall be exist perpetually until dissolved in the manner provided by the laws of the State of Florida.

#### ARTICLE V - REGISTERED AGENT

The Registered Agent and street address of the initial Registered office of this Corporation in the State of Florida shall be:

Julia Duran  
7865 SW 161 Avenue  
Miami, FL 33193

#### ARTICLE VI - BOARD OF DIRECTORS

The corporation shall have thirteen (6) directors initially. The number of directors may be increased or diminished form time to time according to the Bylaws adopted, but shall never be less than three.

### ARTICLE VII - FIRST BOARD OF DIRECTORS

The names and addresses of the members of the first Board of Directors , whose members shall serve until their successors are duly elected and installed , are as follows:

- Gabriel Valencia
- Flabio Valencia
- Julia Duran

Directors will be elected by the bylaws of the corporation.

### ARTICLE VIII - EARNINGS AND ACTIVITIES

No part of the net earnings of the corporation shall inure to the benefit of , or be distributed to its members , directors, officers or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article II (B) hereof. 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 any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on ( a) by a corporation except from Federal Income Tax under Section 501 (c) (3) of the Internal Revenue Code of 1954 ( or corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation , contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code of 1954 ( or the corresponding provision of any future United States Internal Revenue Law).

### ARTICLE IX - DISSOLUTION OF CORPORATION

Upon the dissolution of the corporation , the board of Trustees shall , after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner , or to such organization or organizations organized and operated exclusively for charitable, educational , religious, or scientific purposes as shall at the time qualify as an exempt organization or

organizations under section 501 (c) (3) of the Internal Revenue Code of 1954 ( or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine.

Any such assets not so disposed of shall be disposed of by the Circuit Court 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 - INCORPORATOR

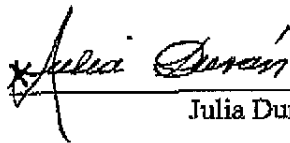
The name and street address of the person signing these Articles of Incorporation as the sole incorporator is:

Julia Duran  
7865 SW 161 Avenue  
Miami, FL 33193

#### ARTICLE XI - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law, Every amendment shall be approved by the Board of Directors, proposed by them to the shareholders and approved at a shareholders' meeting by at least a majority of the stock entitled to vote unless all of the directors and all of the shareholders sign a written statement manifesting their intention that a certain amendment of Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, as sole incorporator, has executed the foregoing Articles of Incorporation on the \_\_\_\_\_ day of \_\_\_\_\_, 2002.

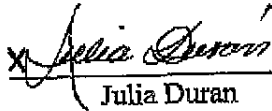


Julia Duran

**SERVICE OF PROCESS WITHIN FLORIDA , NAMING AGENT UPON WHOM  
PROCESS MAY BE SERVED**

\*\*\*\*\*  
In compliance with the Section 48.091 Florida Statutes, the following is submitted:

First: That Church of Divine Verbun, Inc., desiring to organize or qualify under the laws of the State of Florida , with its principal place of business at 7865 SW 161 Avenue, Miami , FL 33193 has named. Julia Duran as its agent to accept service of process within Florida.

  
\_\_\_\_\_  
Julia Duran

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