

No 2000007662

TRANSMITTAL LETTER

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

FILED
02 OCT -3 PM 2:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
400008170864042
-10/03/02--01019--003
*****78.75 *****78.75

SUBJECT: Atlantic Institute Bible College and Seminary, 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: Jerry L. Stephenson
Name (Printed or typed)

2801 NW 7th Avenue
Address

Ft. Lauderdale, FL 33311-2426
City, State & Zip

(954) 632-1529
Daytime Telephone number

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

**Articles of Incorporation
Of
Atlantic Institute Bible College and Seminary, Inc.
(A Florida Non-Profit Corporation)**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a non-profit corporation organized solely for general charitable purposes pursuant to the Florida Corporations Not for Profit Law set forth in Chapter 617 of the Florida Statutes, does hereby adopt the following Articles of Incorporation.

**ARTICLE I
NAME**

The name of this corporation shall be Atlantic Institute Bible College and Seminary, Inc.

**ARTICLE II
PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be 2801 NW 7th Avenue, Fort Lauderdale, Florida, 33311-2426

**ARTICLE III
PURPOSE**

The general purpose for which this corporation is organized is to offer degrees of higher education in the field of religion, as well as provide religious support services through our subsidiaries listed below:

- 1) The Association of Atlantic Christian Churches (AACC). The Association of Atlantic Christian Churches is a named subsidiary of the Atlantic Institute Bible College and Seminary. Its sole purpose is to unite independent churches into a national alliance providing ordination, training, education and support services for ministers.
- 2) The Atlantic Holistic Health and Wellness Center. The Atlantic Holistic Health and Wellness Center is a named subsidiary of the Atlantic Institute Bible College and Seminary. The center will offer individual, as well as group counseling sessions focusing primarily on spiritual concerns, addictions, sexuality issues, relationships, serious/chronic illnesses, children and family issues and other conditions often confronting members within and outside the church. The Atlantic Holistic Health and Wellness Center will also provide a variety of counseling services, educational opportunities, resources and support services to assist individuals infected and affected with HIV/AIDS throughout the South

Florida community through its HEART (HIV Education Assistance Resource Team) Program, as well as nationally via its online HIV prevention information and assistance center.

3) The HEART Memorial Foundation. The HEART Memorial Foundation is a named subsidiary of the Atlantic Institute Bible College and Seminary. The foundations sole purpose is to construct and maintain an AIDS Memorial monument and garden on the future campus of Atlantic Institute Bible College and Seminary. This memorial will offer all families through the world an opportunity to honors friends and loved ones who have lost their lives to this world wide pandemic.

This organization is devoted to the teaching of spiritual principles to its individual members, as well as to the community and nation as a whole.

This organization shall not, in any manner, carry on propaganda or otherwise attempt to influence legislation; nor shall it participate or intervene (via publications or distribution of any statements or otherwise) in any political campaign on behalf of any candidate for public office.

ARTICLE IV MANNER OF ELECTION

The qualifications for members and the manner of their election shall be regulated by the By-Laws which may, from time to time, be amended.

ARTICLE V BOARD OF DIRECTORS

The appointed Board of Directors are as follows:

Rev. Andrew Zaherek, Ph. D.
2029 North Ocean Blvd. # 106
Fort Lauderdale, Florida 33305

M. Alan Penrod, Ph. D.
2801 NW 7th Ave
Fort Lauderdale, Florida 33311-2426

Jim Celick, Ph. D.
2175 Frankford Avenue; Apt. A 202
Panama City, Florida 32405

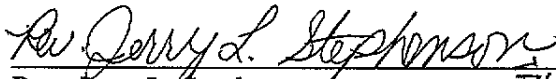
Rev. Thomas Gashlin, Ph. D.
1237 Highway 77
Southport, Florida 32409

**ARTICLE VI
INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and Florida street address of the registered agent of the corporation is 2801 NW 7th Avenue, Fort Lauderdale, Florida, 33311-2426; and the name of its registered agent at such address is Reverend Jerry L. Stephenson.

Acceptance of Registered Agent

I hereby accept this designation as registered agent, and I agree to comply with the provisions of the Florida General Corporation Law, with respect to keeping open said office.


Rev. Jerry L. Stephenson
Registered Agent

**ARTICLE VII
TERM OF EXISTENCE**

This corporation shall have perpetual existence.

**ARTICLE VIII
AFFAIRS OF THE CORPORATION**

The affairs of the corporation shall be conducted and managed by its Board of Directors and Founder. The Board of Directors shall consist of no less than three individuals. The overall government of this corporation is executed by its Board of Directors and the Founder.

**ARTICLE XI
NONSTOCK CORPORATION**

This corporation shall be nonstock and no dividends or pecuniary profits shall be declared to the members thereof.

**ARTICLE X
DEDICATION OF ASSETS**

In the event of dissolution, the residual assets of the corporation will be first liquidated and any unpaid salaries or debts to Directors or employees will be paid. The remaining

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amount will be turned over to one or more organizations which they themselves are exempt as organizations described in sections 501 © 3 and 107 © 2 of the Internal Revenue Code of 1986 or corresponding sections of any prior or future Internal Revenue Code.

ARTICLE XI LIABILITY

- A) The directors shall not be held liable for illegal dividends or distributions made by the corporation, unless willful or negligent, if based on good faith reliance on representations made by officers or agents, or on records, as to the financial conditions of the corporation.
- B) No director shall be held liable to the corporation for any loss or damage suffered on account of any action taken or omitted in good faith, provided such director exercised the same degree of care that a prudent individual would exercise in the account of his own affairs.
- C) In any action or proceeding brought by or on behalf of the corporation against a director, if the action or proceeding results in a decision in favor of the director, the corporation shall reimburse the director for all reasonable expenses incurred by him in the course of action or proceeding.

ARTICLE XII AMMENDMENTS

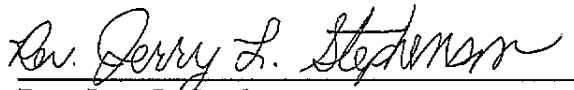
These Articles of Incorporation shall be amended upon unanimous approval by the Board of Directors.

ARTICLE XIII INCORPORATOR

The name and address of the incorporator of this corporation is:

Reverend Jerry. L. Stephenson
2801 NW 7th Avenue
Fort Lauderdale, Florida 33311-2426

IN WITNESS WHEREOF, I have set my hand and seal to these Articles of Incorporation this 6th day of September, 2002.


Rev. Jerry L. Stephenson
Incorporator