

NO4000004737

David P. Healy  
(Requestor's Name)

537 East Park Ave.  
(Address)

(Address)

Tallahassee FL 32301 222-5740  
(City/State/Zip/Phone #)

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Soli Deo Gloria Academy of Tallahassee  
(Business Entity Name)

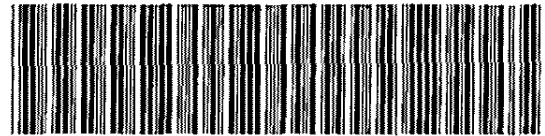
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ARTICLES OF INCORPORATION  
OF  
SOLI DEO GLORIA ACADEMY OF TALLAHASSEE, INC.,  
A FLORIDA NOT FOR PROFIT CORPORATION

**Article I - Name**

The name of the Corporation is: Soli Deo Gloria Academy of Tallahassee, Inc., a Florida not for profit corporation.

**Article II - Address**

The initial, principal place of business and mailing address of the Corporation is 537 East Park Avenue, Tallahassee, Florida 32301.

**Article III - Purpose**

(A) The Corporation is organized exclusively for such charitable, educational, and religious purposes as will qualify the Corporation for exemption from federal income tax as an organization described by section 501(c)(3) of the Internal Revenue Code of 1986, or a corresponding section of any future United States Internal Revenue Law.

(B) Within the scope of the foregoing, the specific purpose of the Corporation is to operate a private, Christian school, and in all things bring glory to God alone. The Corporation will assist Christian families in the education and upbringing of their children by providing a stimulating academic program in a distinctly Christ-centered environment expressly designed to equip students to a life of moral and spiritual integrity, excellence in all endeavors, personal and social responsibility, and a zeal to love and serve a Holy God.

(C) The Corporation shall fulfill these objectives through the presentation of a program of suitable, formal instruction, through a regular body of faculty and curriculum, directed to a regularly enrolled body of students, at such regular location(s) as shall be designated by the Board of Directors.

(D) Except as reasonable compensation for services rendered or to make payments and distributions in furtherance of the purposes set forth in this Article, no part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to the Corporation's members, directors, officers, or other private persons.

(E) The Corporation shall not discriminate on the basis of race, color or national origin with respect to any or all of the rights, privileges, programs and activities generally accorded or made available to students, or with respect to the Corporation's educational policies, admissions policies, scholarship and loan programs, or athletic or other school sponsored or administered programs.

(F) No substantial part of activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation. The Corporation shall not participate in, nor intervene in (including the publishing or distribution of statements) any political campaign on behalf of, or in opposition to, any candidate for political office, or on behalf of any political party or political action committee.

(G) In the event of dissolution, the residual assets of the Corporation will be turned over to one or more organizations which themselves are exempt as organizations described in Section 501(c)(3) of the Internal Revenue Code of 1986 or corresponding sections of any prior or future law, or to the federal, state, or local government for exclusive public purposes.

(H) Notwithstanding any other provisions of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on (i) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or a corresponding section of any future federal income tax code, or (ii) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code of 1986, or the corresponding section of any future federal income tax code.

#### **Article IV - Names and Initial Appointment of Directors and Officers**

(A) The number, qualifications, duties and manner of appointment of the directors and officers of the Corporation shall be set forth in the Bylaws. The number of directors shall not, however, be less than three.

(B) The Corporation's initial directors and officers, and their respective titles and positions, shall be as follows:

- (1) Daniel Yang, M.D.  
1600 Phillips Road  
Tallahassee, Florida 32303  
Chairman of the Board, President

- (2) Logan Brooks, M.D.  
3772 East Millers Bridge Road  
Tallahassee, Florida 32312  
Vice Chairman of the Board, Vice-President
- (3) David P. Healy, Esq.  
537 East Park Ave.  
Tallahassee, Florida 32301  
Director, Secretary and Treasurer

#### **Article V - Members**

The qualifications for members and the manner of their admission shall be set forth in the Bylaws of the Corporation.

#### **Article VI - Registered Agent**

The name and Florida street address of the registered agent is: David P. Healy, 537 East Park Avenue, Tallahassee, Florida 32312.

*Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.*

  
\_\_\_\_\_  
Registered Agent

5/12/04  
Date

#### **Article VII - Incorporator**

The name and address of the incorporator is David P. Healy, 537 East Park Ave., Tallahassee, Florida 32301.

#### **Article VIII - Duration**

The corporation will exist perpetually, unless dissolved by law.

#### **Article IX - Statement of Faith**

(A) The following Statement of Faith summarizes the foundational beliefs underlying the purposes of the Corporation.

(B) It is mandatory that all of the Corporation's

directors, officers, and any person seeking instructional employment by the Corporation profess the Statement of Faith as a condition to his or her nomination, election, appointment, engagement and retention.

#### Statement of Faith

We believe that the Christian Bible is the infallible Word of God in its entirety and, therefore, is our final authority in matters of faith and practice.

We believe that there is one God, eternally existing in Three Persons: Father, Son and Holy Spirit. God is omnipotent, omniscient and omnipresent.

We believe in the deity of our Lord Jesus Christ, in His virgin birth, in His sinless life, in His miracles, in His vicarious and atoning death through His shed blood, in His bodily resurrection, in His ascension to the right hand of God the Father, and in His personal return in power and glory.

We believe that God created man in His own image, and when man disobeyed God, he fell from innocence and brought sin to all mankind.

We believe that, for the salvation of lost and sinful men, regeneration by the Holy Spirit is absolutely necessary.

We believe that salvation is by grace through faith alone.

We believe that good works necessarily flow out of saving faith.

We believe in the present ministry of the Holy Spirit, by whose indwelling the Christian is enabled to live a godly life.

We believe in the resurrection of both the saved and the lost; they that are saved to the resurrection of life and they that are lost to the resurrection of damnation.

We believe in the spiritual unity of all believers in our Lord Jesus.

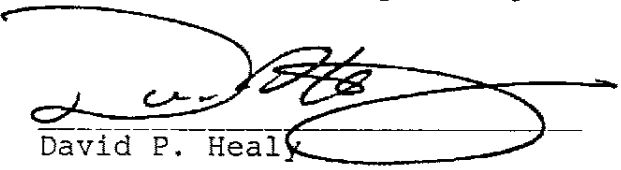
## Article X - Amendments

(A) The Corporation reserves the right to amend or repeal any provision in these Articles of Incorporation in the manner prescribed by law and in this Article X. Any amendment or repeal of Articles III, IX and X of these Articles of Incorporation requires the approval of a majority of the directors, and 75% of all of the members of record of the Corporation, pursuant to a vote at a meeting of the members duly called to consider the amendment or repeal, or by the written consent of a majority of the directors and 75% of all the members of record of the Corporation effected in accordance with section 617.0701(4)(a), Florida Statutes, as it may be amended or its successor statute.

(B) In the event of any conflict or inconsistency between Articles III, IX or X and any other provision or section of these Articles of Incorporation, Articles III, IX or X shall prevail.

(C) Any other amendment to these Articles of Incorporation requires the approval of a majority of the directors, and a majority of all of the members of record of the Corporation, pursuant to a vote at a meeting of the members duly called to consider the amendment or repeal, or by the written consent of a majority of the directors and a majority of all the members of record of the Corporation effected in accordance with section 617.0701(4)(a), Florida Statutes, as it may be amended or its successor statute.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 12th day of May, 2004.

  
David P. Healy