

NO7000002994

(Requestor's Name)

(Address)

Sound Mind Christian Counseling
7300 W. Camino Real # 126
Boca Raton, FL 33433

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

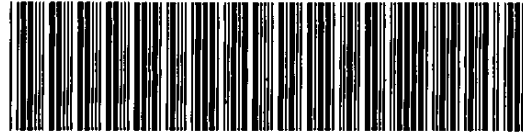
(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

2/5

Office Use Only



000087164410

02/06/07--01004--018 **78.75

MRP
3/22

FILED
07 FEB -6 PM 4:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
EFFECTIVE DATE
2/1/07

0000-6193



FLORIDA DEPARTMENT OF STATE
Division of Corporations

February 6, 2007

SOUND MIND CHRISTIAN COUNSELING
7300 W CAMINO REAL
#126
BOCA RATON, FL 33433

SUBJECT: SOUND MIND CHRISTIAN COUNSELING, INC.
Ref. Number: W07000006193

We have received your document for SOUND MIND CHRISTIAN COUNSELING, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

You must list at least one incorporator with a complete business street address.

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6879.

Ruby Dunlap
Regulatory Specialist
New Filing Section

Letter Number: 907A00008972



FLORIDA DEPARTMENT OF STATE
Division of Corporations

RECEIVED

07 MAR 22 PM 2:52

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

February 20, 2007

SOUND MIND CHRISTIAN COUNSELING 2ND MAILING
ATTN: ROBERTO P. SILVA
7300 W CAMINO REAL, SUITE 126
BOCA RATON, FL 33433

SUBJECT: SOUND MIND CHRISTIAN COUNSELING, INC.
Ref. Number: W07000006193

We have received your document for SOUND MIND CHRISTIAN COUNSELING, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

You must list at least one incorporator with a complete business street address.

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6879.

Ruby Dunlap
Regulatory Specialist
New Filing Section

Letter Number: 907A00008972

FILED

07 FEB -6 PM 4:48

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE

2/1/07

ARTICLE OF INCORPORATION

OF

**SOUND MIND CHRISTIAN COUNSELING, Inc.
(A non-for-profit corporation)**

The undersigned, being a natural person of the age of eighteen (18) years or more, acting as the incorporator of a Corporation, hereby adopts the following Articles of Incorporation for such Corporation, under the laws of the State of Florida.

▪ **ARTICLE 1 – NAME**

The name of the corporation is SOUND MIND CHRISTIAN COUNSELING, Inc.

▪ **ARTICLE 2 – ADDRESS**

The principal place of activity and the mailing address of this incorporation shall be:

7300 W. Camino Real, suite 126
Boca Raton, FL 33433

▪ **ARTICLE 3 – COMMENCEMENT OF EXISTENCE**

The date for commencement of the Incorporation's existence shall be February 1st, 2007

▪ **ARTICLE 4 – TERM OF EXISTENCE**

The Incorporation shall have perpetual existence.

▪ **ARTICLE 5 – NATURE OF THE INCORPORATION**

The Incorporation is a non-profit incorporation. Upon the dissolution, all of the assets of the Incorporation shall be distributed to the State of Florida or to an organization exempt from taxes under Internal Revenue Code Section 501 (c) (3) for one or more of the purposes that corporations are exempt under the Florida franchise tax.

▪ **ARTICLE 6 – GENERAL PURPOSE**

The Incorporation is organized exclusively for Christian counseling, research, religious, educational purposes, including for such purposes the making of distributions to organizations that qualify as exempt organizations under Section 501 (c) (3) of the Internal Revenue Code, or the corresponding section (s) of any future federal tax code.

It is the general purpose of this Incorporation to minister to all persons regardless of race, creed or color where ever possible and specifically in all areas gospel

outreach, providing assistance in as many areas as possible, with social and welfare of the local, national or international community.

▪ **ARTICLE 7 – POWERS**

Unless otherwise provided in these Articles, the Incorporation shall have all of the powers provided in the law. Moreover, the Incorporation shall have all the implied powers necessary and proper to carry out its express power. The Incorporation shall have no powers to take any action prohibited by the law.

▪ **ARTICLE 8 – LIMITS OF POWERS**

The Incorporation shall have no power to take any action that would be inconsistent with the requirements for a tax exemption under Internal Revenue Code Section 501 (c) (3), and related regulations, rulings and procedures. The Incorporation shall have no power to take any action that would be inconsistent with the requirements for receiving tax-deductible charitable contributions under Internal Revenue Code Section 170 (C) (2) and related regulation, ruling and procedures. Regardless of any other provision in these Articles of Incorporation or State law, the Incorporation shall have no power to:

1. Engage in activities or use its assets in manner that are not in furtherance of one or more exempt, purposes as set forth and defined by the Internal Revenue Code and related regulations, rulings and procedures, except to an insubstantial degree;
2. Serve a private interest other than one that is clearly incidental to an overriding public interest.
3. Devote more than an insubstantial part of its activities to attempting to influence legislation by propaganda or otherwise, except as provided by the Internal Revenue Code and related regulations, rulings and procedures;
4. Participate in or intervene in any political campaign on behalf of or in opposition to any candidate for public office. The prohibited activities include the publishing or distributing of statements and any other direct or indirect campaign activities;
5. Have objectives that characterize it as an action or organization as defined by the Internal Revenue Code and related regulations, rulings and procedures;
6. Distribute its assets on dissolution other for one or more exempt purposes. On dissolution, the Incorporation's assets shall be distributed to the State Government for a public purpose, or to an organization exempt from under Internal Revenue Code Section 501 (c) (3) to be used to accomplish the general purpose for which the Incorporation was organized;

7. Permit any part of the net earning of the Incorporation to insure the benefit of any member of the Incorporation or any private individual;
8. Carry on an unrelated trade or business except as a secondary purpose related to the Incorporation's primary, exempt purpose.

▪ **ARTICLE 9 – NO PROFITS OR DIVIDENDS**

No part or the net earnings of **Sound Mind Christian Counseling Inc.** shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered, and to make payments and distributions in the furtherance of the purposes set forth in the clause hereof.

• **ARTICLE 10 – BOARD OF DIRECTORS**

The affairs of **Sound Mind Christian Counseling, Inc.** both spiritual and secular shall be conducted by the Board of Directors which shall consist of 3 (three) members. The members of the Board of Directors shall be appointed, as Directors themselves must possess the qualification of leaders as set forth in the relevant teaching of the New Testament and they shall have the duties as set therein. Directors, once in office, shall serve as long as they remain members of the ministry unless sooner removed as set forth herein.

The directors shall appoint such other persons as may be necessary to properly minister to the membership and carry out the purposes for which the Incorporation is organized. Person so appointed shall have the duties set forth in the New Testament and subject to the provision of Section 741.07, Florida Statutes, and to any rules which may be adopted by Directors of the Incorporation.

The board of Directors will make an effort to act unanimously. However, all actions of the Board shall be with the concurrence of at least 2/3rds of the Directors, unless otherwise stated. If any decisions which cannot be successfully resolved at a meeting of the Board of Directors, the matter will be considered and final decision made by the President of the Ministry.

The board of directors is:

President	Roberto P. Silva
Address	9503 Boca Cove Cir # 609 Boca Raton, FL 33428

Vice-President	Creuzeli B. Silva
Address	9503 Boca Cove Cir # 609 Boca Raton, FL 33428

Treasurer Alexandre B. Silva
Address 11576 Timbers Way
 Boca Raton, FL 33428

• **ARTICLE 11 – INITIAL REGISTERED OFFICE AND AGENT**

The name and street address of the initial registered office of this Incorporation is

Roberto P. Silva
7300 W. Camino Real, suite 126
Boca Raton, FL 33433

• **ARTICLE 12 – INCORPORATOR**


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

Roberto P. Silva
7300 W. Camino Real, suite 126
Boca Raton, FL 33433

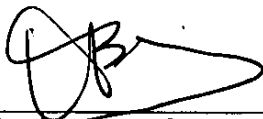
BOARD OF DIRECTORS:



Roberto Parreira Silva
President
Date: January 30th, 2007



Creuzeli Barbosa Silva
Vice-President
Date: January 30th, 2007



Alexandre Barbosa Silva
Treasurer
Date: January 30th, 2007

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned Corporation, organized under the laws of the State of Florida, submits the following statement in designating the Registered Office/Registered Agent, in the State of Florida:

1. The name of the Corporation is:


SOUND MIND CHRISTIAN COUNSELING, Inc.

2. The name and address of the Registered Agent and Office is:

Roberto P. Silva
7300 W. Camino Real, suite 126
Boca Raton, FL 33433

FILED
07 FEB - 6 PM 4:48
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

Having been named as Registered Agent and to accept service of process for the above state 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.



Roberto Parreira Silva
Registered Agent
Date: January 30th, 2007

DIVISION OF CORPORATIONS
P.O. BOX 6327, TALLAHASSEE, FL 32314