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DIVISION OF CORPORATIONS
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12/10/07

Celebracion de Alabanza, Inc.

Juan Rivera , President

**2654 Hartwood Pines Way
Clermont, FL 34711
(352) 242 - 1317**

November 10 , 2007

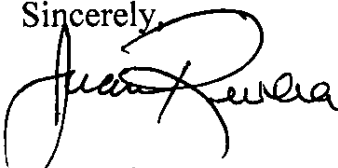
Secretary of State
Division of Corporations
P O Box 6327
Tallahassee , Florida 32314

To Whom It May Concern :

Please`note that I have enclosed the corporate articles for Celebracion de Alabanza, Inc.. Please note that I have also enclosed \$78.75 for the corporate fee and certification verification.

Please return the certified articles to the above address. Thank you for your help in this matter.

Sincerely,



Juan Rivera
President

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ARTICLES OF INCORPORATION OF
Celebracion de Alabanza, Inc.

(A Non - Profit Corporation)

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The undersigned subscribers to these Articles of Incorporation, are natural persons competent to contract, hereby associate themselves together to form a corporation under the laws of the State of Florida and pursuant to provisions of Sections 617.1006 and 617.1007, Florida Statutes.

ARTICLE I : NAME AND ADDRESS

The name of the corporation shall be : CELEBRACION DE ALABANZA, INC. and its principle place of business address shall be: 2654 Hartwood Pines Way, Clermont, Florida 34711.

ARTICLE II : GENERAL PURPOSE

The purposes for which the corporation is organized are exclusively charitable, religious and educational within the meaning of Section 501 (c) (3) of the Internal Revenue Code, including to proclaim the gospel of Jesus Christ, to spread HIS salvation message, to encourage and assist Christian believers, and to own , operate and maintain a ministry and church for that purpose. The corporation shall have no power of authority to accomplish any transaction described as a prohibited transaction in Section 503 of the Internal Revenue Code, as amended, nor shall it engage in any activity which shall in any way forfeit the corporation's status as exempt from taxation under the provisions of Section 501 (c) (3) of the Internal Revenue Code, as amended.

ARTICLE III : SPECIFIC PURPOSES

The specific purposes for which the corporation is organized are providing a place of worship for its members, who shall be member in good standing of the Church of God, Cleveland, Tennessee, and conducting the affairs of the congregation according to the rules and regulations of the Church of God, Cleveland, Tennessee, and specifically the *General Assembly Minutes* of the Church of God, Cleveland, Tennessee; promoting the cause of Christianity in accord with the teachings, tenets and customs of the Church of God, Cleveland, Tennessee; receiving, managing, and disbursing gifts, bequests, and other funds for the benefit of the congregation and the Church of God, Cleveland, Tennessee; owning and maintaining suitable buildings and facilities necessary for their acquisition, upkeep, maintenance and sale, all in accord with *General Assembly Minutes* of the Church of God, Cleveland, Tennessee.

ARTICLE IV : TERM OF EXISTENCE

The corporation shall have perpetual existence.

ARTICLE V : CORPORATE SUBSCRIBERS

The names and addresses of those person (all residents of the State of Florida) subscribing to the Articles of Incorporation is as follows:

Juan Rivera President / Treasurer J.R. *MR*
2654 Hartwood Pines Way, Clermont, FL 34711

William Agosto Vice - President *W. A.* *MR*
14948 Margaux Dr., Clermont, FL 34711

Marisol Escalera Secretary *M.E.* *MR*
13223 Pinyon Dr., Clermont, FL 34711

ARTICLE VI: BY-LAWS

By-Laws of the corporation are to be made, altered or rescinded upon a two-thirds vote of the membership present at any regular business meeting, or at any special meeting called for that purpose, after due written notice to all members of the church. The by-laws of the church set forth the method for electing officers of the church. This method is subject to change based on a two-thirds vote of the membership as noted above.

ARTICLE VII: AMENDMENTS TO ARTICLES OF INCORPORATION

An amendment to these Articles of Incorporation may be proposed by any Member of the corporation, but such amendment may be adopted only after receiving an affirmative vote of the majority of the Board of Directors, and an affirmative vote of a majority of the members of the Corporation, provided that the proposed amendment does not conflict with these Articles of Incorporation and is in accord with the *General Assembly Minutes* of the Church of God, Cleveland, Tennessee, as the same now exists or may be hereafter from time to time be amended.

ARTICLE VIII: NON-STOCK CORPORATION

The corporation shall be non-stock and no dividends net earnings, or pecuniary profits shall be declared, distributed to or inured to the benefit of any member, director or officer of this corporation.

ARTICLE IX: ADDRESS

The initial address of this corporation and the office of registered agent's office of this corporation in the State of Florida is 2654 Hartwood Pines Way, Clermont, Florida 334711. The initial registered agent of said corporation shall be Juan Rivera.

ARTICLE X: ACTIVITIES NOT PERMITTED

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, 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 Second and Article Third 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 or in opposition to 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 exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or

(b) by a corporation, contributions to which are deductible under section 170 (c)(2) of the Internal Revenue Code, or these corresponding section of any future federal tax code.

ARTICLE XI : DISSOLUTION AND DISTRIBUTION OF ASSETS

In the event of dissolution of this corporation, or in the event this corporation shall cease to exist, or depart from the polity of the Church of God, Cleveland, Tennessee, as expressed in the *General Assembly Minutes* of the Church of God, Cleveland, Tennessee, and otherwise, the assets of the corporation shall revert to the State Board of Trustees for the Church of God in the State of Florida, their successors and assigns, and if the State Board of Trustees shall cease to exist, then to the Church of God, a Tennessee nonprofit corporation, and if the Church of God shall cease to exist, then to one or more organizations described in Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding sections of any prior or future Internal Revenue Code. Further, that the proceeds/assets from the disposition must go directly into real property purchases or improvements.

ARTICLE XII : MANAGEMENT OF CORPORATE AFFAIRS

(a) Board of Directors. The powers of the corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Directors. This corporation shall have three (3) Director(s) initially. The number of Directors of the corporation may be increased or diminished from time to time by the Bylaws but shall never be less than three (3). The method of selection of Directors is stated in the Bylaws of this corporation.

The Directors named herein as the first Board of Directors shall hold office until the next meeting of Members at which time an election of Directors shall be held.

Directors elected at the next annual meeting, and at all times thereafter shall serve for a term of one year or until the next annual meeting of Members following the election of Directors and until the qualification of the successors in office. Annual meetings shall be held at the principal office of the corporation or at such other place or places as the Board of Directors may designate from time to time by resolution. Any action required or permitted to be taken by the Board of Directors under any provision of law may be taken without a meeting if all Members of the Board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the Board and any such action by written consent shall have the same force and effect as if taken by unanimous vote by the Directors. Any certificate or other document filed under any provision of law which relates to action so taken shall state that the action was taken by unanimous written consent of the Board of directors without a meeting and that the Articles of Incorporation and Bylaws of the corporation authorize the Directors to so act. Such a statement shall be prima facie evidence of such authority.

ARTICLE XIII: INDEMNIFICATION

Every person who now is or hereafter shall be a Director or Officer of the corporation shall be indemnified by the corporation against all costs and expenses (including counsel fees) hereafter reasonably incurred by or imposed upon him in connection with, or resulting from, any action, suit or proceedings of whatever nature, to which he is or shall be made a party by reason of his being or having been a Director or Officer of the corporation (whether or not he is a Director or Officer of the corporation at the time he is made a party to such action, suit or proceedings, or at the time such cost or expense is incurred by or imposed upon him) except in relation to matter as to which he shall be finally adjudged in such action, suit or proceeding to have been derelict in the performance of his duties as such Director or Officer. The right of indemnification herein provided shall not be exclusive or other rights to which any such person may now or hereafter be entitled to as a matter of law.

ARTICLE XIV: MEMBERSHIP

The membership of the corporation shall consist of all persons herein named as Directors and all other persons as, from time to time hereafter, as may be received into membership in accordance with the *General Assembly Minutes* of the Church of God, Cleveland, Tennessee, as the same now exists or may be hereafter from time to time be amended.

IN WITNESS WHEREOF, we the undersigned subscribers, have hereunto set our hands and seals this 20 day of November 2007. Signed, sealed and delivered in the presence of :

Juan Rivera

William Agosto

Marisol Esclera

Juan Rivera (LS) me

William Agosto (LS) me

Marisol Esclera (LS) me

STATE OF FLORIDA
COUNTY OF LAKE

I HEREBY CERTIFY that on this day before me, an officer duly authorized in the State and County aforesaid to administer oaths, personally appeared,

Juan Rivera, Marisol Esclara and William Agosto

To me well known to be the persons described in and who executed the foregoing Articles of Incorporation as subscribers, and they acknowledged before me that they subscribed to those Articles of Incorporation.

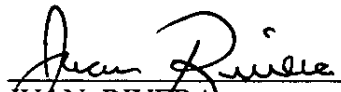
WITNESS my hand and official seal in the County and State last aforesaid, this


20 day of November 2007.

Notary Public : Mary E. Withers
My Commission Expires June 28, 2008
(Stamp)

CERTIFICATE DESIGNATING REGISTERED AGENT AND REGISTERED OFFICE

In compliance with Florida Statute Section 48.091 and 617.0501 relative to keeping open an office the Celebracion de Alabanza the designated office is 2654 Hartwood Pines Way, Clermont, Florida 34711 and the registered agent is Juan Rivera.



JUAN RIVERA


11-20-07
Date

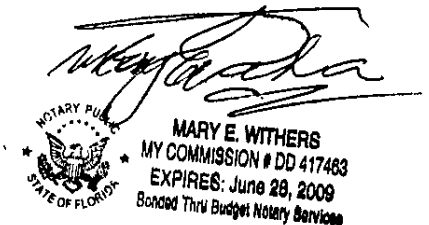


ACCEPTANCE BY REGISTERED AGENT

Having been named Registered Agent to accept service of process for the above named corporation, at the place designed in these Articles, I hereby accept to act in this capacity and agree to comply with the provisions of the Florida Statute Section 48.091 and 617.0501 relative to keeping open an office.


JUAN RIVERA

11-20-07
Date



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