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## FLORIDA PROFIT/NON PROFIT CORPORATION

iglesia nazareno de restauracion, inc.

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January 8, 2009

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

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SUBJECT: IGLESIA NAZARENO DE RESTAURACION, INC.  
REF: W09000000774

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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.

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Loria Poole  
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Articles of Incorporation of Iglesia Nazareno De Restauracion, Inc., a Florida  
Non-Profit Corporation

The undersigned persons, acting as an incorporator if a corporation not for under the Florida Not-For Profit Corporation Act, as set forth in Chapter 617 of the Florida Statute, adopt the following articles of incorporation for the corporation:

Article I.

The name of the corporation is Iglesia Nazareno De Restauracion, Inc., whose principal address and office located at 14835 S.W. 91<sup>st</sup> Terrace, Miami, Florida 33196.

Article II.

The corporation shall have perpetual duration and the effective date of the filing shall be January 5, 2009.

Article III.

The corporation is a Non-profit corporation. The purpose of the corporation is organized include the following:

(a)

The specific and primary purposes for which this corporation is formed is to operate a Christian church center and for other charitable purposes including but not limited to performing baptisms, ordaining pastors, ministers, and/or ministries, conducting training at high school and university levels of education, conducting graduation ceremonies, conducting and providing religious ceremonies, officiating at funeral services, performing marriage ceremonies between man and woman, hosting banquets, conducting festivals, having a children's day care center, providing musical training, operating Christian youth sport leagues, receiving offering, donations, financial, establishing churches, and performing fundraising for the purpose of the corporation and the distribution of its funds for the operation of its facilities and in the accomplishment of its purpose, all of which can be performed within the United States of American and internationally.

(b)

The general purpose for which this corporation is formed is to operate exclusively for purpose which will qualify it as an exempt organization under 26 U.S.C.A. 501©(3), or corresponding provision of any subsequent federal tax laws, including, for those purposes, the making of distribution to organizations which qualify as tax-exempt organization under that Section. It shall operate only for nonprofit proposes.

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(c)  
This corporation shall not, as a substantial part of its activities, carry on propaganda or otherwise attempt to influence legislation: nor shall it participate or intervene by publication / distribution of any statements in any political campaign on behalf of any candidate for public office.

(d)  
No individual shall have the right to the earnings of the corporation.

(e)  
No individual have the right to the assets of the corporation.

(f)  
That upon the dissolution of the corporation the assets of the corporation can only be taken by individuals and/or entities to received them under Code provisions.

#### Article IV.

In order for further comply with requirements as a non-profit corporation there is these further requirements:

(a)  
There can be no self dealing.

(b)  
There shall be a required distribution of income for non-profit purposes only to the extent that funds are not required to be reinvested into the church or for other charitable purposes bring conducted by the corporation.

(c)  
There shall be a divestiture of excess business assets.

(d)  
There is a prohibition against jeopardy investments.

(e)  
There is a prohibition against taxable lobbying expenditures.

Article V.

The street address of the initial registered office of the corporation is 8431 N.W. 72 Street, Miami, County of Miami-Dade, and State of Florida 33196. The name of its initial registered agent at that address is José M. Garcia.

Article VI.

The officers of the corporation may be removed from office for fraudulent activities, failing to fulfill the duties of the office, inappropriate diversion of funds or activities of the corporation, and any other unlawful activities under any provision of the law of the State of Florida or United States of America.

Article VII.

The powers of this corporation shall be exercised, its property controlled, and its affairs conducted by a board directors. The number of directors of the corporation shall be four provided, however, that number may be changed by a bylaw duly adopted by a majority of the Directors. The board of directors must adopt bylaws by a majority vote of the boards of directors and may amend such bylaws by a majority vote of the board of directors. The directors named here as the first board of directors shall hold office until they resign. Replacement directors shall be voted upon by a majority if the remaining directors. Any action required or permitted to be taken by the board of directors under any provision of the law may be taken without a meeting, if all the members of the board individually or collectively consent in writing to the action. Written consent or consents shall be filed with the minutes of the proceeding of the board and why action by written consent have the same force and effect as if taken by unanimous vote of the directors. Any certificate or other document filed under any provision of law that relates to action taken in this matter shall state that the action was taken by unanimous written consent of the board of directors without a meeting and that the article of incorporation and bylaw of this corporation authorize the directors to act in this manner. This statement shall be prima facie evidence of the director's authority.

The names addresses of the person who are to service as the initial directors are:

Lazaro Pérez  
14835 S.W. 91<sup>st</sup> Terrace  
Miami, Florida 33196

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Luz E. Perez  
14835 S. W. 91<sup>st</sup> Terrace  
Miami, Florida 33196

José M. Garcia  
8431 N.W. 72<sup>nd</sup> Street  
Miami, Florida 33166

Lourdes Fernandez Garcia  
8431 N.W. 72<sup>nd</sup> Street  
Miami, Florida 33166

#### Articles VIII

The name and address of each incorporation is:

Lazaro Pérez  
14835 SW 91<sup>st</sup> Terrace  
Miami, Florida 33196

José M. Garcia  
8431 NW 72 Street  
Miami, Florida 33166

#### Articles IX

The board of directors shall elect the following officers: President, Vice-President, Treasurer, and Secretary, and any other officers which the bylaws of this corporation authorize the directors to elect, initially, officers shall be elected set the first annual meeting of the board of directors. Until that election is held, the following persons shall serve as corporate officers:

Lazaro Pérez, President  
14835 SW 91<sup>st</sup> Terrace  
Miami, Florida 33196

Luz E. Pérez, Vice President  
14835 SW 91<sup>st</sup> Terrace  
Miami, Florida 33196

José M. Garcia, Treasurer  
8431 NW 72<sup>nd</sup> Street  
Miami, Florida 33166

Lourdes Fernandez Garcia, Secretary  
8431 NW 72<sup>nd</sup> Street  
Miami, Florida 33166

#### Article X

Subject to the limitations contained in the bylaws and any limitations set forth in the Florida Not-For-Profit Corporation Act described above, concerning corporate action that must be authorized or approved bylaw the directors of the corporation. the bylaws of this corporation may be made, altered rescinded, added to, or new bylaws may be adopted, either by a resolution adopted by a majority of the board of directors or by the procedure set forth in the bylaws.

#### Article XI

The property of this corporation is irrevocably dedicated to charitable purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer, or member, or to the benefit of any private individual.

#### Article XII

On the dissolution or winding up of this corporation, its assets remaining after payments, or provision for payment, of all debts and liabilities of the cooperation, shall be distributed to a not for profit fund, foundation, or corporation which is organized and operated exclusively for charitable purposes and which has established its tax exempt status under 26 U.S.C.A. 501(3), or corresponding provisions of any subsequent federal tax laws.

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I, the undersigned, agree to serve as the registered agent for Iglesia Nazareno De Restauracion, Inc. and agree to follow and comply with all Florida Laws and Regulations of the State of Florida and understand the same.

  
Jose M. Garcia

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