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2009 JAN 20 P 2:32  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

JAN 21 2009  
D. A. WHITE

## COVER LETTER

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

**SUBJECT:** IGLESIA CRISTO REINA, NAPLES 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: MARIO E. JUAREZ, CPA  
Name (Printed or typed)

6258 PRESIDENTIAL COURT SUITE 102  
Address

FORT MYERS, FL 33919  
City, State & Zip

239-938-0065  
Daytime Telephone number

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

**ARTICLES OF INCORPORATION**  
**OF**  
**IGLESIA CRISTO REINA NAPLES, INC.**

**FILED**  
2009 JAN 20 P 2: 32  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscriber to these articles of Incorporation is a natural person to contract and hereby form a non profit Corporation under chapter 617 of the Florida Statutes.

**ARTICLE 1 – NAME**

The name of the corporation is Iglesia Cristo Reina Naples, Inc. (hereinafter “Non-For Profit Organization Church).

**ARTICLE 2 – PURPOSE OF CORPORATION**

The Corporation (Non For Profit- Church) is organized exclusively for charitable, religious, educational and scientific purposes, including for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501 © (3) of the Internal Revenue Code or the corresponding section of any future federal tax code.

**ARTICLE 3 – PROHIBITIONS**

No part of the net earnings of the Corporation (Non For-Profit Church) shall inure to the benefit of or be distributable to its members, trustees, officers or other private persons, except that the Corporation (Non For-Profit Church) 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 Articles Second hereof. No substantial part of the activities of the Corporation shall be 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 nor 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 witch are deductible under section 170 (c) (2) Also under IRS Codes 509(a)(1) and 170(b)(1)(A)( 1 ) of the Internal Revenue Code, or corresponding section of any future federal tax code.

#### **ARTICLE 4 – OFFICERS**

The Directors shall be elected by a majority vote of the Members of this Corporation. (Non For-Profit Organization Church) and The Officers of the Corporation (Non For-Profit Organization Church) shall be:

**Director/Pastor:** Jose Duran  
1230 Brookside Drive  
Naples, FL 34104

**Director:** Tony Sopianac  
1200 Common Wheath Circle # 101  
Naples, FL 34116

**Director:** Samuel Aleman  
5345 Cover Circle  
Naples, FL 34119

**Secretary:** Yadira Serrano  
2685 55<sup>th</sup> Street SW.  
Naples, FL 34116

**Treasurer:** Jose Solorzano  
3961 Lotus Drive  
Naples, FL 34104

#### **ARTICLE 5 – PRINCIPAL OFFICE**

The address of the principal office of this Corporation (Non For-Profit Church) is :  
2727 Bayshore DR. Naples, FL 34113

#### **ARTICLE 6 – INCORPORATOR**

The name and street address of the incorporator of this Corporation is:  
Mario E. Juarez, CPA  
6258 Presidential Court Suite 102  
Fort Myers, FL 33919

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## **ARTICLE 7 – DIRECTORS**

The Directors of the Corporation (Non For-Profit Organization Church) shall be:

|                         |                |
|-------------------------|----------------|
| <b>Director/ Pastor</b> | Jose Duran     |
| <b>Director:</b>        | Tony Sopianac  |
| <b>Director:</b>        | Samuel Aleman  |
| <b>Secretary:</b>       | Yadira Serran  |
| <b>Treasurer:</b>       | Jose Solorzano |

## **ARTICLE 8 – TERM OF EXISTENCE**

This Corporation (Non For-Profit Organization Church) shall have perpetual existence.

## **ARTICLE 9 – CAPITAL STOCK**

This corporation shall have no capital stock (Non-For Profit Church) and shall be composed of members rather than shareholders.

## **ARTICLE 10 – QUALIFICATION OF MEMBERSHIP**

The categories of membership, qualifications for membership and the manner of admission shall be as set forth in and regulated by the By Laws of the Corporation (Non For-Profit Church) .

## **ARTICLE 11 – VOTING RIGHTS**

Members of the Corporation (Non For-Profit Church) will have such voting rights as are provided in the By Laws of the Corporation.

## **ARTICLE 12 – LIABILITIES FOR DEBTS**

Neither the members of the Board of Directors or officers of the corporation (Non For-Profit Church) shall be liable for the debts of the Corporation (Non For-Profit Organization Church).

## **ARTICLE 13 – REGISTERED OFFICE AND REGISTERED AGENT**

The address of the new registered office of this Corporation (Non For-Profit Organization Church) is: Mario E. Juarez, CPA of Accounting Solutions of SWFL, Inc. located at 6258 Presidential Court Suite 102, Fort Myers, FL 33919.

#### **ARTICLE 14 – EFFECTIVE DATE**

These Articles of Incorporation (Non-Profit Organization Church) shall be effective immediately upon approval of the Secretary of State, State of Florida.

#### **ARTICLE 15 – AMENDMENT**

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall approved by the Board of Directors, proposed by them to the Members, and approved at a Members meeting by a majority of the Members, unless all the Directors and all the Members sign written statement manifesting their intention that certain amendment of these Articles of Incorporation be made.

#### **ARTICLE 16 – INDEMNIFICATION**

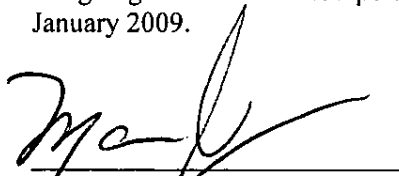
The Corporation shall indemnify a director or officer of the Corporation (Non For-Profit Organization Church) who was wholly successful, on the merits or otherwise, in the defense of any proceeding to which the director or officer was party because the director or officer is or was a Director or officer of the Corporation (Non For-Profit Organization Church) against reasonable attorney fees and expenses incurred by the director or officer in connection with proceeding. The Corporation (Non For-Profit Organization Church) may indemnify an individual made a party to a proceeding because the individual is or was a director, officer, employee or agent of the Corporation (Non For-Profit Organization Church) against liability if authorized in the specific case after termination, in the manner required by the Board of Directors, that indemnification of the director, officer, employee or agent, as the case may be, is permissible in the circumstances because the director, officer, employee or agent has met the standard of conduct set forth by the Board of Directors. The indemnification and advancement of attorney fees and expenses for Directors, officers, employees and agents of the Corporation (Non For-Profit Organization Church) shall apply when such persons are serving at the Corporation's (Non For-Profit Organization Church) request while a director, officer, employee or agent of the Corporation, (Non For-Profit Organization Church) as the case may be, as a director, officer, partner, trustee, employee or agent of another foreign or domestic Corporation, (Non For-Profit Organization Church) partnership, joint venture, trust, employee benefit plan or other enterprise, whether or not for profit, as well as in their official capacity with the Corporation (Non For-Profit Organization Church). The Corporation (Non For-Profit Organization Church) also may pay for or reimburse the reasonable attorney fees and expenses incurred by a director, officer, employee or agent of the Corporation (Non For-Profit Church) who is a party to a proceeding in advance of final disposition of the proceeding. The Corporation (Non For-Profit Organization Church) also may purchase and maintain insurance on behalf of an individual arising from the individual's status as a director, officer, employee or agent of the Corporation (Non For-Profit Organization Church) , whether or not the Corporation (Non For-Profit Organization Church) would have power to indemnify the individual against the same liability under the law. All references in these Articles of Incorporation are deemed to include any amendment or successor thereto. Nothing contained in these Articles of Incorporation (Non For-Profit Organization Church) shall limit or preclude the exercise of any right to indemnification or advance of attorney fees and expenses to any person who is or was a director, officer, employee or agent of the Corporation

(Non For-Profit Organization Church) or the ability of the Corporation (Non For-Profit Organization Church) otherwise to indemnify or advance expenses to any such person by contract or in any other manner. If any word, clause, or sentence of the foregoing provisions regarding indemnification or advancement of the attorney fees expenses shall be held invalid as contrary to law or public policy, it shall be several and the provisions remaining shall not be otherwise affected. All references in these Articles of Incorporation to "director", "officer", "employee" an "agent" shall include the heirs, estates, executors, administrators, and personal representatives of such persons.

#### ARTICLE 17 - DISOLUTION

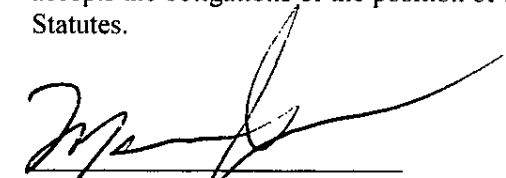
Upon dissolution of the Corporation, (Non For-Profit Organization Church) assets shall be distributes for one or more exempt purposes within the meaning of section 501 © (3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state local government for public purpose. Any such assets not so disposed of shall be disposed by Court of Competent Jurisdiction of the county in which the principal office of the Corporation (Non For-Profit Organization Church) is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

**IN WITNESS WHEREOF**, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the Sate of Florida, this 16 th Day of January 2009.

  
\_\_\_\_\_  
Incorporator

#### ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

Mario E. Juarez, CPA, having a business office identical with the registered office of the Corporation (Non For-Profit Organization Church) name above, and having been designated as the Registered Agent in the above and foregoing articles of Incorporation, is familiar with and accepts the obligations of the position of Registered under the applicable provisions of the Florida Statutes.

  
\_\_\_\_\_  
Mario E. Juarez, CPA

2009 JAN 20 P 2:32  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**FILED**