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~~W09-19908~~

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04/27/09--01028--017 **78.75

APPROVED
AND
FILED

09 MAY 19 PM 3:08

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

[Handwritten signature]
5/20

COVER LETTER

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

SUBJECT: Atlantic Institute 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: Jerry Stephenson
Name (Printed or typed)

1737 NE 17th Street
Address

Fort Lauderdale, FL 33305
City, State & Zip

(954) 632-1529
Daytime Telephone number

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



RECEIVED

09 MAY 19 AM 11:36

FLORIDA DEPARTMENT OF STATE
Division of Corporations

May 11, 2009

JERRY STEPHENSON
1737 NE 17TH STREET
FORT LAUDERDALE, FL 33305

SUBJECT: ATLANTIC INSTITUTE INCORPORATION
Ref. Number: W09000019908

We have received your document for ATLANTIC INSTITUTE INCORPORATION and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

You failed to make the correction(s) requested in our previous letter.

The name of the corporation must contain a corporate suffix. This suffix may be: CORPORATION, CORP., INCORPORATED, or INC. Sections 617.0401(1)(a) and 617.1506(1), Florida Statutes, prohibits the use of the word COMPANY or CO. in the name of a non-profit corporation.

Please return 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) 245-6934.

Loria Poole
Regulatory Specialist II

Letter Number: 409A00014262

**Articles of Incorporation
Of
Atlantic Institute Corporation
(A Florida Non-Profit Corporation)**

APPROVED
AND
FILED
09 MAY 19 PM 3:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a non-profit corporation organized solely for general charitable purposes pursuant to the Florida Corporation Not for Profit Law set forth in Chapter 617 of the Florida Statutes, does hereby adopt the following Articles of Incorporation.

**ARTICLE I
NAME**

The name of this corporation shall be Atlantic Institute Corporation.

**ARTICLE II
PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be 1737 N.E. 17th Street Fort Lauderdale, Florida 33305.

**ARTICLE III
PURPOSE**

The general purpose for which the corporation is organized is spiritual, charitable and devoted to promoting a spirit of brotherhood and a closer association between the people of the organization to safeguard and transmit to posterity the purity and righteousness of individual freedom, and the teaching of spiritual principles to individual persons and to the community at large; and to assist in charitable work of any nature deemed beneficial and to the best interests of the organization and to society as a whole, and to raise funds for carrying the same into effect in any manner allowed by law and for purposes which will qualify the organization as an exempt organization under Section 501C (3) of the Internal Revenue Code of 1954 or corresponding provisions of any subsequent Federal Tax Laws, including, for such purposes, the making of distributions to organizations which qualify as tax exempt organizations under that Code. 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 or distribution any statements or otherwise) in any political campaign on behalf of any candidate for public office.

This Corporation shall have four subsidiaries that will help support its purpose and mission:

- 1) **The Association of Atlantic Christian Churches (AACC)** - The Association of Atlantic Christian Churches is a named subsidiary of the Atlantic Institute Corporation. Its sole purpose is to unite independent churches into a national alliance providing ordination, training, education and support services for its ministers.
- 2) **The Atlantic Holistic Health and Wellness Center** – The Atlantic Holistic Health and Wellness Center is a named subsidiary of the Atlantic Institute Corporation. The center will offer training in Reiki, Healing Touch, Clinical Pastoral Education, Addiction Education, Seminars, Workshops, and Biblical courses on various levels to sharpen ones ability to provide spiritual care and well being to the whole person (Body, Mind, and Spirit). The center is open to any and all people who come from either a religious or spiritual perspective.
- 3) **The Heart Memorial Foundation** - The Heart Memorial Foundation is a named subsidiary of the Atlantic Institute Corporation. The foundations sole purpose is to construct and maintain an AIDS Memorial monument and garden of the future grounds of Atlantic Institute Corporation. The memorial will offer all families through the world an opportunity to honor friends and loved ones who have lost their lives to this worldwide pandemic.
- 4) **The Freedom Gay & Lesbian Group** – The Freedom Gay & Lesbian Group is a named subsidiary of the Atlantic Institute Corporation. A support group for those coming out of the Ex-Gay groups damaged in body, mind, and spirit. This group seeks to educate people about Gay & lesbians and who they are in God's eyes and that they are wonderfully made in His sight. This group seeks to network with churches and organizations that have a positive outlook on homosexuality and that there is no need for change in ones sexual orientation.

The above Subsidiaries work in connection with Atlantic Institute Corporation in teaching, counseling, and ministering spiritual principles to the whole person and meet them where they are in the journey of life and help them find their way to God's love, hope, and grace.

ARTICLE IV QUALIFICATIONS OF MEMBERS

This corporation shall have no membership with voting rights. This corporation will be under the guidance of the Board of Directors who shall have all say in the matters of this corporation.

ARTICLE V REGISTERED AGENT AND STREET ADDRESS

The street address of the registered office of the corporation is 1737 N.E. 17th Street Fort Lauderdale, Florida 33305; and the name of its registered agent at such address is Rev. Dr. Jerry L. Stephenson.

ACCEPTANCE OF REGISTERED AGENT

I hereby accept this designation as registered agent, and I agree to comply with the provisions of the Florida General Corporation Law, with respect to keeping open said office.

Rev. Jerry L. Stephenson, Ph.D. PhD
REGISTERED AGENT

ARTICLE VI BOARD OF DIRECTORS

The Board of Directors shall consist of at least three (3) directors. The name and addresses of the persons who will serve as the Board of Directors is as follows:

Rev. Dr. Jerry L. Stephenson
1737 N.E. 17th Street
Fort Lauderdale, Florida 33305

Shannon Schilling
216 Lake Point Drive, Apt. #227
Oakland Park, Florida 33309

Rev. Dr. Mirta Signorelli
236 Par Drive
Royal Palm, Florida 33460

Harold Cornell
8240 S.W. 24th Street, Apt. 5108
N. Lauderdale, Florida 33068

ARTICLE VII AFFAIRS OF CORPORATION

- A. The affairs of the corporation shall be conducted managed by its Board of Directors, named above, shall the power to approve and adopt By-Laws, of the corporation until its successors are elected or appointed.
- B. The qualifications, time and place of election, and term of office of each director shall be provided in the By-Laws.
- C. The officers of the corporation may consist of a President, Vice-President, and Secretary, and Treasurer.

ARTICLE VIII CONTRACTS AND TRANSACTIONS

No contract or other transaction between the corporation and any other corporation, and no act of this corporation shall be affected in any way or invalidated by the fact that any of the directors of this corporation are pecuniary or otherwise interested in, or are directors or officers of, such other corporation. Any director individually, or any firm of which any director may be member, may be a part to, or may be pecuniary or otherwise interested in, any contract or transaction of this corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors of such members thereof as shall be present at any meeting of the Board of

Directors at which action upon such contract or transaction shall be taken; and any director of this corporation who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors which shall authorize any such contract or transaction, and may vote thereat to authorize any such contract or transaction, with like force and effect as if he were not a director or officer of such other corporation or as if he were not interested.

ARTICLE IX INDEMNITY, LIABILITY, REIMBURSEMENT

- A. Indemnification of Directors – The corporation shall indemnify any director who, by virtue of his being an officer or director of this corporation, is made a party to any action or proceeding, except when such director adjudged of malfeasance in the discharge of his duties to the corporation. Indemnification shall be for all reasonable expenses incurred as a result of such action or proceeding.
- B. Directors Liability – No director shall be liable to the corporation for any loss or damage suffered on account of any action taken or omitted in good faith, provided such director exercised in the conduct of his own affairs.
- C. Reimbursement of Directors – In any action or proceeding brought by or on behalf of the corporation against a director, if the action or proceeding results in a decision in favor of the director, the corporation shall reimburse the directors for all reasonable expenses incurred by him in the course of the action or proceeding.

ARTICLE X LIABILITY

The directors shall not be liable for illegal dividends or distributions made by the corporation, unless willful or negligent, if based on good faith reliance on representations made by officers or agents, or on records, as to the financial condition of the corporation.

ARTICLE XI AMENDMENTS

The President and the other Board of Directors shall amend these Articles of Incorporation upon approval.

ARTICLE XII INCORPORATOR

The name and address of the incorporator of this corporation is:

Reverend Doctor Jerry L. Stephenson
1737 N.E. 17th Street
Fort Lauderdale, Florida 33305

IN WITNESS WHEREOF, I have set my hand and seal to these Articles of Incorporation
this

Rev. Jerry L. Stephenson, M.D.
Incorporator

**ARTICLE XIV
LIMITED POWERS**

Notwithstanding any other provision of these Articles, this corporation shall not carry on any activities not permitted to be carried on by any organization exempt from federal income tax under Section 501 C (3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

**ARTICLE XV
PERMANENT EXEMPT STATUS**

Upon dissolution of this corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501 C (3) of the Internal Revenue Code of 1986, or corresponding section of any future federal tax code, or shall be distributed to the federal state or local government for a public purpose. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas, of the County in which the principal office of the corporation is then located, exclusively for such purpose.

09 MAY 19 PM 3:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED