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SECRETARY OF STATE

TALLAHASSEE, FLORIE

J. Shivers JUN 0 4 2010 50 2241

# **COVER LETTER**

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

SUBJECT: <u>l</u> c	glesia Pentecostal Bajo (PROPOSED CORPORATE	La Sombra Del Ol ENAME - <u>MUST INCLUI</u>	mnipotente, INC DE SUFFIX)	<u>-</u>	
Enclosed is an origina  \$70.00  Filing Fee	l and one (1) copy of the Articles  []\$78.75  Filing Fee & Certificate of Status	les of Incorporation and  \$78.75  Filing Fee & Certified Copy	a check for:    \$87.50   Filing Fee,   Certified Copy   & Certificate		
		ADDITIONAL CO	PY REQUIRED		
FROM: SANTOS BALAGUER  Name (Printed or typed)			- 7A.S	2	
602 STRAIN BLVD Address			LLAHASSE	2010 JUN -3	
LAKELAND, FL 33815 City, State & Zip		[T]	-3 AM II: 45		
863-937-8512				: 45	1200

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

E-mail address: (to be used for future annual report notification)

lizmariebalaguer@yahoo.com

In compliance with Chapter 617, F.S., (Not for Profit)

THE UNDERSIGNED, each with the capacity to contract, hereby executes and acknowledges these Articles of Incorporation.

#### **ARTICLE I. NAME AND ADDRESS**

The name of this corporation shall be Iglesia Pentecostal Bajo La Sombra del Omnipotente, Inc.

The physical address of this corporation is 602 Strain Blvd, Lakeland FL 33815.

The Federal Employer Identification Number for this corporation is 27-2545272.

# ARTICLE II. PURPOSE

The specific purpose for which the corporation is initially organize is to establish and oversee places of worship, conduct the work of evangelism worldwide, create departments necessary to support missionary activities and to license and oversee ministers of the Gospel, and to also engage in activities which are necessary, suitable or convenient for the accomplishment of that purpose, or which are incidental thereto or connected therewith which are consistent with Section 501(c)(3) of the Internal Revenue Code. This corporation is organized and operated exclusively for religious purposes within the meaning of section 501(c) (3), Internal Revenue Code. Notwithstanding any other provision of these Articles, this corporation will not carry on any other activities not permitted to be carried on by a corporation exempt from Federal Income Tax under Section 501(c)(3) of Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law. The purposes for which this corporation is organized are exclusively charitable, scientific, literary and educational within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

# <u>ARTICLE III. QUALIFICATION OF MEMBERS AND MANNER OF ADMISSION</u>

The members of the corporation shall consist of any adult accepted by the Board of Directors expressing a desire to help further the purposes for which the corporation was organized, and who follows the commandments of God, the teachings of Jesus the Christ, the exhortations of the Apostles, and displays willingness to regularly contribute time and service in this regard, and a mature person who, of noble character and good reputation within the community, is willing to contribute time and money for this purpose may, upon request, be admitted to membership by vote of a majority of the Board of Directors. Each member shall be entitled to at least one vote as a member of the corporation. The exact number of votes to be cast by the members and the manner of exercising voting rights shall be determined by the Bylaws of the corporation.

#### ARTICLE IV. TERM

The date of commencement of corporate existence shall be when these Articles have been filed with the Department of State and approve by it and the respective filing fees has been paid; the term for which the corporation is to exist shall be perpetual. This corporation is organized and operated exclusively for religious purposes within the meaning of Section 501(c)(3), Internal Revenue Code. In the event of dissolution of the corporation, no part of the corporation's earnings or assets shall inure to the benefit of any of its members; the residual assets of the corporation shall be distributed to one or more organizations which themselves are exempt as organizations described in Sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1986, or corresponding sections of any prior or future law, or to the Federal, State or Local government for exclusive public purpose.

#### ARTICLE V. NON PROFIT ORGANIZATION

No part of the net earning of the corporation shall ever inure to the benefit of, or be distributed to its members, directors, 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 II*. No substantial part of the activities of the corporation shall be the carrying 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 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 of 1986 or the corresponding provision of any future United States Internal Revenue law or: (b) by a corporation receiving contributions, which are deductible under Section 170(c) of

the Internal Revenue Code of 1986 or the corresponding provisions of any future United States Internal Revenue laws.

# **ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT**

The name of the initial Registered Agent of the corporation is **Rafael Rivas**, and the street address of the initial Registered Office of this corporation is **2690 Drew St #808**, **Clearwater**, **FL 33759**.

# **ARTICLE VII. INCORPORATOR**

The name and residence address of the subscriber to these Articles is as follows:

**Santos Balaguer** 

602 Strain Blvd, Lakeland FL 33815

### **ARTICLE VIII. OFFICERS**

The officers whose positions and duties are set forth by the Bylaws will manage the affairs of this corporation. The Board of Directors shall elect the officers at its first meeting. If a vacancy occurs in any office, it shall be filled by the Board of Directors. The names of the officers who are to serve until the first such meeting are as follows:

Santos Balaguer President

Amaralis Echevarria Sec/Treasurer

Carlos Santiesteban Officer

#### **ARTICLE IX. DIRECTORS**

The Board of Directors of the corporation shall consist of no less than three (3) directors as determined by the Bylaws. Directors shall be elected at the annual meeting of the members in

the manner set forth in the Bylaws. Directors may be removed and the vacancies shall be filled in the manner provided by the Bylaws. The Directors named in these Articles shall serve as Directors for the ensuing year, or until the firs annual meeting of the corporation, and any vacancies before then shall be filled in the manner set forth in the Bylaws. The Board of Director shall make provision for reasonable compensation to its members for their services as Directors and to fix the basis and conditions upon which this compensation shall be paid. Any Director may also serve the corporation in any other capacity and receive compensation there in any form.

The name and address of the first Board of Directors are as follows:

NAME ADDRESS

Santos Balaguer 602 Strain Blvd Lakeland FL 33815

Amaralis Echevarria 602 Strain Blvd Lakeland FL 33815

Carlos Santiesteban 602 Strain Blvd Lakeland FL 33815

## ARTICLE X. BYLAWS

The first Bylaws of the corporation shall be adopted by the Board of Directors and may be amended, altered or rescinded by Board of Directors in the manner provided by such Bylaws.

#### ARTICLE XI. AMENDMENTS TO ARTICLES OF INCORPORATION

These Articles of Incorporation may be amended in the manner provided by statute or in the following manner:

Every amendment shall be approved by the Board of Directors, proposed by them to the members and approved at a membership meeting for which due notice of the proposed amendment was given, by affirmative vote of a quorum of the members present. Provided, however, that no amendment shall make any changes in the qualifications for membership nor voting rights of members without approval in writing by all members.

I, THE UNDERSIGNED, for the purposes of becoming a corporation not for profit under the provisions of the laws of Florida, do make and affix my signature to acknowledge and file in the office of the Secretary of State these Articles of Incorporation.

Santas Balagues

Santos Balaguer

Date

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Rafael Rivas

Date

2010 JUN -3 AM 11:45
SECRETARY OF STATE
TALLAHASSEE FISIATE