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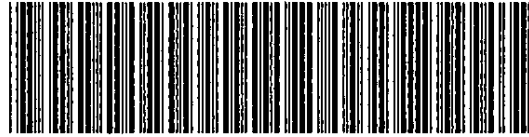
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13 SEP 23 PM 3:59  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

MRB  
9/25/13

## COVER LETTER

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

SUBJECT: Shalom Beth International Academic School, 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:

Guy O Edmond  
Name (Printed or Typed)

16726 NE 6 AVE  
Address

North Miami Beach FL 33162  
City, State & Zip

954-907-1309  
Daytime Telephone number

SbImm.INC@yahoo.com  
E-mail address: (to be used for future annual report notification)

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

**Articles of incorporation  
Of**

**Shalom Beth International Academic School, Inc.**

**A Non-Profit Corporation**

**(A subsidiary of Shalom Beth International Ministries, Inc.)**

FILED

13 SEP 23 PM 3:59

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporators of a corporation pursuant to chapter 617, Under the **NOT FOR PROFIT CORPORATION ACT** of the state of Florida statutes, adopt the following Articles of corporation for such corporation:

**ARTICLE I**

**NAME**

The name of this corporation, hereinafter referred to as the Corporation is:

**Shalom Beth International Academic School, Inc.**

**ARTICLE II**

**ADDRESSES**

The principal place of the business and mailing address of the corporation is:

16726 North East 6<sup>th</sup> Ave. North Miami Beach, FL 33162

**ARTICLE III**

**CORPORATE NATURE SCENERY**

The specific purpose for which the corporation is organized is to focus on general education purposes pursuant to the Florida Statutes, Section 617 Of the Florida Not For Profit Corporation Act.

**ARTICLE IV**

**PERPETUAL EXISTENCE**

The period of duration of this corporation is perpetual, unless dissolved according to law. Corporate existence shall commence upon the filing of these articles of Incorporation with the secretary of STATE, State of Florida

**ARTICLE V**

**GENERAL AND SPECIFIC PURPOSE**

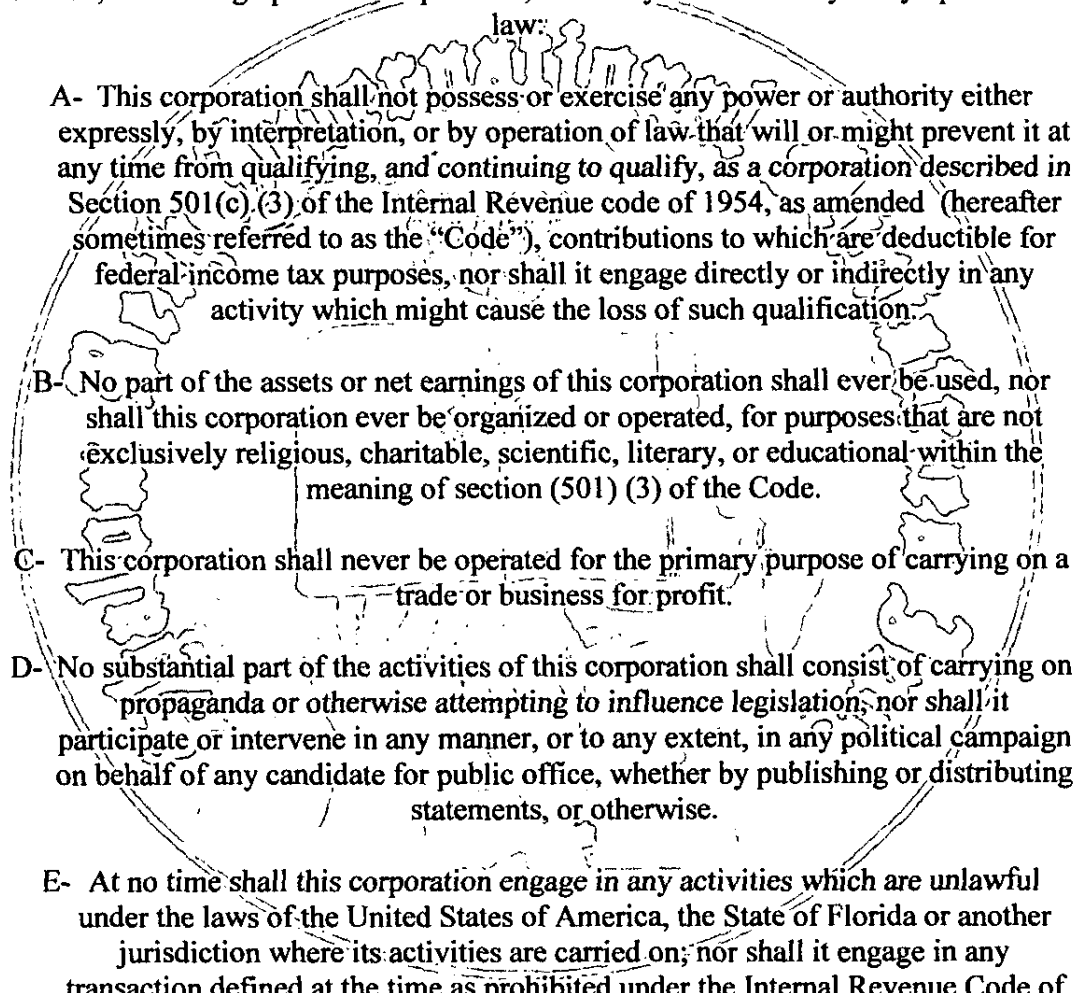
The specific and primary purpose for which this corporation is formed are:

- (a) For the advancement of charity, education, scientific, literary, and any other related or corresponding charitable purposes by the distribution of its fund for such purposes.
- (b) The general nature and purposes of this corporation shall be exclusively charitable within the meaning of Section 501(c) (3) of the Internal Revenue Code.
- (c) **Shalom Beth International Academic School, Inc.** admits students of any race, color, national or ethnic origin to all the rights privileges, programs, and activities

generally accorded or made available to student at the school. It does not discriminate on the basis of race, color, national or ethnic origin in administration of its educational policies, scholarship and loan programs, and other school administered programs.

## ARTICLE VI EXECUTIVE OF CORPORATE AFFAIRS

At all times and notwithstanding the merger, consolidation, reorganization, termination, dissolution, or winding up of this corporation, ~~voluntary or involuntary or by operation of~~ law:

- 
- A- This corporation shall not possess or exercise any power or authority either expressly, by interpretation, or by operation of law that will or might prevent it at any time from qualifying, and continuing to qualify, as a corporation described in Section 501(c)(3) of the Internal Revenue code of 1954, as amended (hereafter sometimes referred to as the "Code"), contributions to which are deductible for federal income tax purposes, nor shall it engage directly or indirectly in any activity which might cause the loss of such qualification.
  - B- No part of the assets or net earnings of this corporation shall ever be used, nor shall this corporation ever be organized or operated, for purposes that are not exclusively religious, charitable, scientific, literary, or educational within the meaning of section (501) (3) of the Code.
  - C- This corporation shall never be operated for the primary purpose of carrying on a trade or business for profit.
  - D- No substantial part of the activities of this corporation shall consist of carrying on propaganda or otherwise attempting to influence legislation, nor shall it participate or intervene in any manner, or to any extent, in any political campaign on behalf of any candidate for public office, whether by publishing or distributing statements, or otherwise.
  - E- At no time shall this corporation engage in any activities which are unlawful under the laws of the United States of America, the State of Florida or another jurisdiction where its activities are carried on; nor shall it engage in any transaction defined at the time as prohibited under the Internal Revenue Code of 1954.
  - F- No compensation, loan or other payment shall be paid or made to any officer, director, incorporator of this corporation, or substantial contributor to it, unless such payment is permissible under paragraph H of this section and except as a reasonable compensation for services rendered and/or as a reasonable allowance for authorized expenditures incurred on behalf of this corporation; and no part of

the assets or the earnings, current or accumulated, of this corporation shall ever be distributed or divided among any such persons, or inure to, be used for, accrue to or the benefit of any such person or private individual (pursuant to the prohibition contained in Section 501 (c)(3) of the Code).

G- Notwithstanding any other provisions of these articles, if at any time or times the corporation shall be a private foundation "as defined in section 509 of the code, than during such time or times the corporation shall distribute its income for each taxable year at such time and such manner as not to subject the corporation to tax under Section 4942(d) of the code.

H- Upon the termination, dissolution or winding up of this corporation in any manner or for any reason, its assets, if any, remaining after payment (or provision for payment) of all liabilities of the corporation, shall be distributed to, and only to one or more organizations described on Section 501(c)(3) of the code, and such organization or organizations shall not be "private foundations" within the meaning of the Internal Revenue Code and shall not be "publicly supported" within the meaning of that Code.

I- Any references herein to any provision of the Internal Revenue Code of 1954 shall be deemed to mean such provision as now or hereafter existing, amended, supplemented, or superseded as the case may be.

## **ARTICLE VII BOARD OF DIRECTORS**

The classes, rights, privileges, qualifications, and obligations of members of this corporation are follows:

- To be In Good Standing within the community
- To be willing to serve as a power of example, among the youth.  
To have the willingness and desire to reach-out and add value to the youth.

A. The management of this corporation shall be vested in a board of not less than three nor more than twenty-one directors chosen by ballot from the active board of directors which shall organize departments and branches, and shall not have supervision of all work of the corporation and shall make all contracts and leases.

B. The names and addresses of the persons who shall serve as directors until the first annual meeting of members or until their successors shall have been elected every three years and qualified, are as follows: One-third of the board of director shall be elected by ballot, cast by the active Board of Directors nominating committee at each annual meeting to serve for a period of two

years. The Board shall have the power to fill any vacancy occurring in the interim of annual meetings.

C. The control of management of the affairs of this corporation shall be vested in a board of directors or not less than three nor more than twenty-one.

D. The number of initial directors of this corporation shall not be less than three, and the names and address of the initial directors are as follows:

- Pr. Guy O. Edmond President  
○ 16726 NE 6<sup>th</sup> Ave. North Miami Beach, FL 33162
- Esaie Dumervil Vice-President  
○ 16726 NE 6<sup>th</sup> Ave. North Miami Beach, FL 33162
- Claude T. Jacob Secretary/Treasurer  
○ 16726 NE 6<sup>th</sup> Ave. North Miami Beach, FL 33162

## **ARTICLE VIII PLACE OF OPERATION**

The territory in which the operations of the corporation are principally to be conducted at: North Miami Beach/State of Florida, as well as the United States of America and its territories and possessions, but the operations of the corporation shall not be limited to such territory.

## **ARTICLE IX INCORPORATOR**

The name and address of the incorporators of this corporation are:

- Pr. Guy O. Edmond President/Chairman  
○ 16726 NE 6<sup>th</sup> Ave. North Miami Beach, FL 33162
- Esaie Dumervil Vice-President  
○ 16726 NE 6<sup>th</sup> Ave. North Miami Beach, FL 33162
- Claude T. Jacob Secretary/Treasurer  
○ 16726 NE 6<sup>th</sup> Ave. North Miami Beach, FL 33162

## **ARTICLE X QUALIFICATION AND MEMBER ADMISSION**

The qualification of member and manner of admission shall be regulate by the by-law of this corporation.

## **ARTICLE XI AMENDMENT OF BY-LAWS**

Subject to the limitation restricted in the by-law, and any limitations set forth by the State Florida Corporation non-profit Act Authorized or approved by the members of the corporation, by-laws of the corporation may be made, altered, rescinded, added to or new by-laws may be adopt, either by a resolution or the Board of Directors, or by the following the procedures set forth thereof in the by-laws.

## **ARTICLE XII DEDICATION OF ASSET**

The name and address of the corporation is permanently dedicated to educational, scientific and charitable purposes, and no part of the net income or assets of this corporation shall ever inure to any of the Director, Officer, or any member thereof or any private individual

## **ARTICLE XIII AMENDMENT OF ARTICLE**

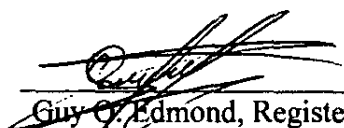
The amendment of these articles of this incorporation may be proposed by a resolution adopted by the board of directors of this corporation and present to a quorum of members for their vote in a manner set for by the by-law of this corporation.

We, the undersigned, been the incorporator (s) of this corporation, for the purpose of forming this non-profit corporation under the laws of the state of Florida, has executed these articles of corporation on the fifth day of September two thousand thirteen (09/05/13).

## **ARTICLE XIV REGISTER AGENT**

Having been named are Registered Agent and to accept services of process for the stated corporation at the place designated in this certificate, I hereby accept the appointment as

registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and am familiar with and accept the obligations of my position as registered agent.

  
Guy O. Edmond, Registered agent  
16726 North East 6th Ave.  
North Miami Beach, FL 33162

The undersigned in corporations hereby declare under penalty of perjury that the statements made in the foregoing articles of incorporation are true.

