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JUL 13 2017

S. GILBERT

FILED  
16 JUL 12 AM 8:59  
JUL 12 2017  
S. GILBERT

## COVER LETTER

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

**SUBJECT:** EBENEZER THEOLOGICAL COLLEGE AND UNIVERSITY, 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:** REV. DR. JOSE L. COTTO  
Name (Printed or typed)

494 BROADWAY  
Address

BROOKLYN, NEW YORK 11211  
City, State & Zip

(917) 909-0468 , (917) 612-7930  
Daytime Telephone number

drjlcotto@aol.com

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

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

State Board of Education

Marva Johnson, *Chair*  
John R. Padget, *Vice Chair*  
*Members*  
Gary Chartrand  
Tom Grady  
Rebecca Fishman Lipsey  
Michael Olenick  
Andy Tuck



FLORIDA DEPARTMENT OF  
**EDUCATION**  
fldoe.org

Pam Stewart  
Commissioner of Education

May 20, 2016

Julian Lopez  
Ebenezer Theological College and University, Inc  
494 Broadway  
Brooklyn, NY 11211

Re: Annual Verification

Dear Rev. Lopez:

At the regularly scheduled meeting of the Commission for Independent Education held on May 18, 2016 in Howey-In-The-Hills, Florida, your institution's annual verification by sworn affidavit was presented to the Commission for review.

The Commission accepted the affidavit as having complied with Section 1005.06(1)(f), Florida Statutes pursuant to religious institutions.

This letter serves as notification that your institution has met the requirements of state law and is not subject to governmental oversight for the period 5/19/2016 to 5/31/2017.

Sincerely,

Samuel L. Ferguson

Samuel L. Ferguson  
Executive Director

Commission for Independent Education

325 W. Gaines Street, Suite 1414 | Tallahassee, FL 32399-0400 | 850-245-3200 | [www.fldoe.org/cie](http://www.fldoe.org/cie)

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**FLORIDA DEPARTMENT OF EDUCATION  
COMMISSION FOR INDEPENDENT EDUCATION**



Mail Completed Application to:  
Florida Commission  
for Independent Education  
325 West Gaines Street, Suite 1414  
Tallahassee, FL 32399

**APPLICATION FOR RELIGIOUS INSTITUTION  
LETTER OF EXEMPTION**

SECTION 1005.06(1)(f), F.S./ RULE 6E-5.001, Fla. Admin. Code

**Please print or type.**

Name of Religious Institution

EBENEZER THEOLOGICAL COLLEGE AND UNIVERSITY, INC.

Physical Address of Religious Institution

13151 SW 242th Terrace

City: Princeton      State: Florida      ZIP: 33032

Telephone Number:\* (917) 909-0468

Fax Number:\* (917) 909-0437

Email:\* drjlcotto@aol.com

Website:\*

\* If available

Mailing Address of Institution or Representative (if different from address listed above):

Rev. Dr. Jose L. Cotto, J.D.

494 Broadway

City: Brooklyn

State: New York

ZIP: 11211

Name and Title of Person Executing Sworn Affidavit (Affiant must be an Officer,  
Director or person holding similar office with the religious institution):

Name: Rev. Julian Lopez

Title: Officer

### Sworn Affidavit

By signing below, the undersigned swears or affirms that the statements found in subparagraphs 1. through 5, are true and accurate:

1. The name of the institution includes a religious modifier or the name of a religious patriarch, saint, person, or symbol of the church.
2. The institution offers only educational programs that prepare students for religious vocations as ministers, professionals, or laypersons in the categories of ministry, counseling, theology, education, administration, music, fine arts, media communications, or social work.
3. Each degree title includes a religious modifier that immediately precedes, or is included within, any of the following degrees: Associate of Arts, Associate of Science, Bachelor of Arts, Bachelor of Science, Master of Arts, Master of Science, Doctor of Philosophy, and Doctor of Education. The religious modifier is placed on the title line of the degree, on the transcript, and whenever the title of the degree appears in official school documents or publications.
4. The duration of all degree programs offered by the institution is consistent with the standards of the Commission for Independent Education as set forth in Rule 6E-2.004(4), F.A.C.
5. The institution's consumer practices are consistent with those required by s. 1005.04, F.S.

Signed: \_\_\_\_\_

### NOTARIZATION

STATE OF FLORIDA

COUNTY OF Miami-Dade

SWORN TO OR AFFIRMED before me this 8 day of March, 2016.

Personally known ☒ or

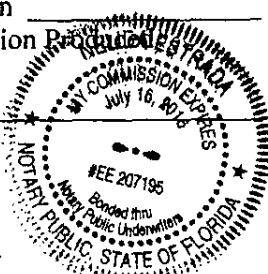
Produced Identification \_\_\_\_\_

List type of Identification \_\_\_\_\_

Signature of Notary: \_\_\_\_\_

Print Name of Notary: \_\_\_\_\_

Notary **Nelida Estrada**  
**50 NW 15 ST #110**  
**Homestead, FL 33030**



**ARTICLES OF INCORPORATION  
OF  
EBENEZER THEOLOGICAL COLLEGE AND UNIVERSITY, INC.  
A NON PROFIT CORPORATION**

FILED  
16 JUL 12 AM 8:59

The undersigned being of legal age and competent to contract, for the purpose of organizing a not for profit corporation pursuant to the laws of the State of Florida, hereby agree and certify the following:

**ARTICLE I  
CORPORATE NAME**

The name of the Corporation is **EBENEZER THEOLOGICAL COLLEGE AND UNIVERSITY, INC.**

**ARTICLE II  
COMMENCEMENT OF CORPORATE EXISTENCE**

This Corporation shall commence corporate existence upon the filing of these Articles of Incorporation with the Florida Department of State, and approved by it and the respective filing fee has been paid. The Corporation shall have perpetual existence unless dissolve sooner according to law.

**ARTICLE III  
PRINCIPAL OFFICE AND AGENT**

The initial registered office and mailing address of this corporation is 13151 SW 242th Terrace, Princeton, Florida 33032, and the initial registered agent of the Corporation at that address shall be Rev. Julian Lopez. The Corporation may change its registered agent or location of its registered office, or both, from time to time without amending these Articles of Incorporation.

**ARTICLE IV  
PURPOSES AND GENERAL POWERS**

EBENEZER THEOLOGICAL COLLEGE AND UNIVERSITY, INC. is a nonprofit ecclesiastical corporation seeking authorization of the Florida State Board of Education to grant Bachelor Degrees, Master Degrees, Doctoral Degrees, and Doctor of Philosophy

Degrees with major concentrations in: Theology, Pastoral Ministry, Christian Education, Christian, and Clinical Counseling, Biblical Studies, Ministry, Marriage and Family Counseling, Church Administration, Christian Social Ministry, Chaplaincy and Divinity. These degrees will have a religious modifier as required by statute.

The Corporation shall have all of the powers enumerated in the Florida Not For Profit law and all such powers as are permitted by applicable law, including, without limitation and only by illustration, to the following:

1. The Corporation is organized exclusively for charitable, religious, educational, literary or scientific purposes within the meaning of Section 501 (c)(3) of the Internal Revenue Code of 1986, or under any corresponding provisions of any subsequent federal tax laws, covering the distributions to organizations qualified as tax exempt organizations under the Internal Revenue Code, including private foundations and private operating foundations.
2. To educate the whole man, spiritually, mentally, physically and socially with emphasis up the spiritual development, sound doctrinal interpretation, and the academic vocations for ministry and leadership.
3. To educate students in the post-secondary studies of Christian education, ministry, music, clinical counseling, marriage and family counseling, leadership, church administration, chaplaincy, and multimedia technology.
4. To educate and develop courses from the one year diploma level through the Associate, Bachelor, Master and Doctorate degrees and to acknowledge ministries through ordinations and Honors Degrees.
5. To carry out the educational vision of the institution at the local, state, and international level by establishing independent learning centers and joint ventures with other selected educational institutions.
6. To recruit and to provide students from all around the world with a Christian and intellectual formation, as well as to educate non-American students about the customs of American citizenship.
7. To provide, impart, and furnish post-secondary biblical studies as an institution of higher education.
8. To grant students completing their religious studies at EBENEZER THEOLOGICAL COLLEGE AND UNIVERSITY, INC., Associate Degrees, Bachelor Degrees, Master's Degree, Doctorate Degrees, and professional

certificates upon completion of their degree programs. These degrees shall have a religious modifier.

9. To integrate the study of the Bible as the revealed will of God into the total curriculum.
10. To prepare an environment wherein biblical principles of behavior are taught, promoted and exemplified.
11. To establish, conduct and maintain one or more locations, academies, preparatory schools, departments or colleges within the State of Florida or elsewhere as may deemed advisable.
12. To purchase, take, receive, lease, take by gift, devise or bequest or otherwise acquire, own, hold, improve, use, and otherwise deal in and with real or personal property or any interest therein, wherever situated.
13. To sell, convey, mortgage, pledge, create security interests in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets.
14. To conduct its business, carry on its operations, and have offices and exercise the powers granted by the Florida Not For Profit Law or by any other applicable law within or without the State of Florida.
15. To elect or appoint Officers and Agents and define their duties and allow them reasonable compensation.
16. To provide clinical supervision for Christian counseling.
17. To provide supervised practical experience in ministry vocations.
18. To provide a basis for support group formation and fellowship.
19. To provide training for faith based organizations to serve the community.
20. To examine candidates for the ministry and to Ordain as Ministers those who shall meet the requirements of this educational institution.

#### **ARTICLE IV**

##### **MEMBERSHIP**

The members of this Not For Profit Corporation, if any, shall be qualified and admitted as set forth in the Bylaws of this corporation.



**ARTICLE V**  
**INITIAL BOARD OF DIRECTORS**

The initial three (3) incorporators shall be the Board of Directors. The number of Directors may be either increased or decreased from time to time as provided in the Bylaws. The name and street addresses of the initial Directors of this Corporation are:

**Rev. Dr. Jose L. Cotto, President**

494 Broadway  
Brooklyn, N.Y. 11211

**Rev. Vidal Aponte, Vice President**

1643 George Street  
Brooklyn, N.Y. 11385

**Rev. Ignacio Oquendo, Secretary**

51-A Elm Street  
Staten Island, N.Y. 10310

**ARTICLE VI**  
**MANNER OF ELECTION**

The future vacancies on the Board of Directors shall be filled accordingly:

- a. The President and Vice-President shall nominate Director candidates, and a Quorum of the Board of Directors shall grant final approval. If the number of Directors then in office is less than a quorum, a vacancy on the board may be filled by approval of a majority of the directors then in office or by a sole remaining director. A person elected to fill a vacancy on the Board shall hold office until the next election of the Board of Directors or until his or her death, resignation or removal from office.
- b. The affairs of the organization shall be managed by an Executive Committee which will be elected every two (2) years by the Board of Directors. The Executive Committee will consists of a President, Vice President, Secretary and Treasurer. The Board of Directors will consist of no less than three (3) members and no more than fifteen (15). For a meeting of the Board of Directors a quorum of two-thirds of its members is required with the attendance of the President and Secretary or their representatives, as a mandatory requisite.

- c. The Board of Directors will have meetings at least four (4) during each year and resolutions will be adopted by the majority of the votes.
- d. The Board of Directors shall be responsible for the interpretation, implementation and supplementation of these articles.

## **ARTICLE VII**

### **BYLAWS**

Bylaws will be hereinafter adopted at the first meeting of the Board of Directors. Except as otherwise provided by law, the power to adopt, alter, amend or repeal the Bylaws shall be vested in resolutions of the Board of Directors.

## **ARTICLE VIII**

### **INDEMNIFICATION**

In addition to any rights and duties under applicable law, the Corporation shall indemnify and hold harmless all its Directors, Officers, employees and agents, and former Directors, Officers, employees and agents from and against all liabilities and obligations, including Attorney's Fees incurred in connection with any actions taken or failed to be taken by said Directors, Officers, employees and agents in their capacity as such except for willful misconduct or gross negligence.

## **ARTICLE IX**

### **LIABILITY**

No member of **EBENEZER THEOLOGICAL COLLEGE AND UNIVERSITY, INC.** shall be liable for its debts nor shall any members' property be so liable.

## **ARTICLE IX**

### **AMENDMENTS**

The Corporation reserves the right to repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation. These Articles of Incorporation may also be amended as necessary from time to time pursuant to the provisions of the law of the State of Florida.

## ARTICLE X

### **FEDERAL EXEMPTIONS**

1. **Federal Income Tax Exemption:** Notwithstanding any other provisions of these articles, the corporation is organized exclusively for one or more of the purposes as specified in Section § 501(c) (3) of the Internal Revenue Code of 1986, and shall not carry on any activities not permitted to be carried on by a corporation exempt from Federal income tax under IRC Section 501(c) (3) or corresponding provisions of any subsequent Federal tax laws.

2. **No Private Inurement:** No part of the net earnings of the corporation shall inure to the benefit of any member, trustee, director, officer of the corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the corporation), and no member, trustee, officer of the corporation or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the corporation.

3. **Lobbying and Participation in Political Campaigns:** No substantial part of the activities of the corporation shall be carrying on propaganda, or otherwise attempting to influence legislation (except as otherwise provided by IRC Section 501(h)) or participating in, or intervening in (including the publication or distribution of statements), any political campaign on behalf of any candidates for public office.

4. **Federal Excise Taxes:** In any taxable year in which the corporation is a private foundation as describe in IRC Section 509(a), the corporation shall distribute its income for said period at such time and manner as not to subject it to tax under IRC Section 4942, and the corporation shall not: (a) engage in any act of self-dealing as defined in IRC Section 4941(d), retain any (b) excess business holdings as defined IRC Section 4943(c), make any investments in such manner as to subject the corporation to tax under IRC Section 4944, or (c) make any taxable expenditures as defined in IRC Section 4945(d) or corresponding provisions of any subsequent Federal tax laws.

5. **Dissolution:** In the event of dissolution, all of the remaining assets and property of the corporation shall, after necessary expenses thereof, be distributed to another organization exempt under IRC Section 501(c) (3), or corresponding provisions of any subsequent Federal tax laws or to the Federal government, or state or local government for a public purpose, subject to the approval of any pertinent court.

**ARTICLE XI**  
**INCORPORATOR**

The name and address of the Incorporator is:

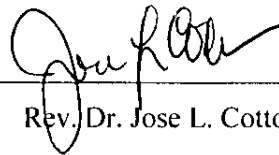
Rev. Dr. Jose L. Cotto, Esq.

494 Broadway Suite No. 2

Brooklyn, New York 11211

I am the Incorporator submitting these Articles of Incorporation and affirm that the facts stated herein are true. I am aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

I understand the requirements to file an annual report between January 1<sup>st</sup>, and May 1<sup>st</sup>, in the calendar year following formation of this corporation and every year thereafter to maintain "active" status.

A handwritten signature in black ink, appearing to read "Jose L. Cotto", is written over a horizontal line.

Rev. Dr. Jose L. Cotto, Incorporator

**CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR THE  
SERVICE OF PROCESS AND REGISTERED AGENT UPON WHOM  
PROCESS MAY BE SERVED**

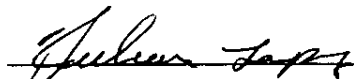
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In Compliance with Section 48.091, and 607.0501, et seq., Florida Statutes, the following is submitted:

**EBENEZER THEOLOGICAL COLLEGE AND UNIVERSITY, INC.** desiring to organize a Not For Profit Corporation pursuant to the laws of the State of Florida with its registered office and principal place of business at 13151 SW 242th Terrace, Princeton, Florida 33032 has named and designated Rev. Julian Lopez as its Registered Agent to accept service of process within the State of Florida.

**ACKNOWLEDGEMENT**

Having been named to accept service of process for the above named Not For Profit Corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties as Registered Agent.

  
\_\_\_\_\_

**Julian Lopez**

**Registered Agent**

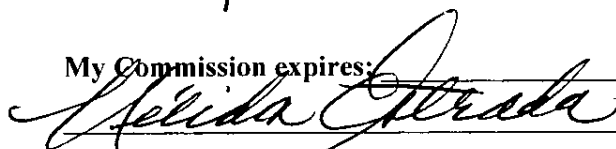
Dated: This 28 day of January 2016

STATE OF FLORIDA )

COUNTY OF Miami-Dade )SS:

The foregoing instrument was acknowledge before me this day 28, month of January, 2016 by Julian Lopez personally known to me or who produce the following ID: Florida Drivers License

My Commission expires: \_\_\_\_\_

  
\_\_\_\_\_

Notary Public for the State of Florida

Notary Seal



**Nelida Estrada**  
50 NW 15 ST #110  
Homestead, FL 33030