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N16-063107

09/29/16



FLORIDA DEPARTMENT OF STATE
Division of Corporations

September 13, 2016

FRANTZ S. DE MILORD
940 N. PINE HILLS RD.
ORLANDO, FL 32808

SUBJECT: THEOLOGICAL EVANGELICAL INSTITUTE OF FLORIDA INC
Ref. Number: W16000063107

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

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

Please return the corrected original and one copy of 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) 245-6052.

Thomas Chang
Regulatory Specialist II
New Filing Section

Letter Number: 216A00019404

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FLORIDA DEPARTMENT OF STATE

COVER LETTER

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

SUBJECT: THEOLOGICAL EVANGELICAL INSTITUTE OF FLORIDA INC

(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

NON-PROFIT

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: FRANTZ S DE MILORD

Name (Printed or typed)

940 N PINE HILLS RD

Address

ORLANDO, FL 32808

City, State & Zip

4072999148

Daytime Telephone number

UCBC940@GMAIL.COM

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

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

THEOLOGICAL EVANGELICAL INSTITUTE OF FLORIDA INC.

A Florida Non-profit Public Benefit Corporation

**ARTICLES OF
INCORPORATION**

**ARTICLE I
NAME**

1.01 Name

The name of this corporation shall be THEOLOGICAL EVANGELICAL INSTITUTE OF FLORIDA INC. The business of the corporation may be conducted as THEOLOGICAL EVANGELICAL INSTITUTE OF FLORIDA INC.

**ARTICLE II
DURATION**

2.01 Duration

The period of duration of the corporation is perpetual.

**ARTICLE III
PURPOSE**

3.01 Purpose

THEOLOGICAL EVANGELICAL INSTITUTE OF FLORIDA INC. is a non-profit corporation and shall operate exclusively for educational and charitable purposes within the meaning of Section 501 (c)(3) of the Internal Revenue Code, or the corresponding section of any future Federal tax code: FOR RELIGIOUS AND EDUCATIONAL PURPOSES NOT LIMITED TO THE TEACHING AND PREACHING OF THE GOSPEL.

3.02 Public Benefit

THEOLOGICAL EVANGELICAL INSTITUTE OF FLORIDA INC. is designated as a public benefit corporation.

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ARTICLE IV

NON-PROFIT NATURE

4.01 Non-profit Nature

THEOLOGICAL EVANGELICAL INSTITUTE OF FLORIDA INC. is organized exclusively for charitable and educational purposes including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code. No part of the net earnings of THEOLOGICAL EVANGELICAL INSTITUTE OF FLORIDA INC. shall inure to the benefit of, or be distributable to its members, trustees, 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 the purpose clause hereof.

Notwithstanding any other provision of this document, the corporation shall not carry on any other activities not permitted to be carried on (a) by any organization exempt from federal income tax under section 501 (c) (3) of the Internal Revenue Code, corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

THEOLOGICAL EVANGELICAL INSTITUTE OF FLORIDA INC. is not organized and shall not be operated for the private gain of any person. The property of the corporation is irrevocably dedicated to its educational and charitable purposes. No part of the assets, receipts, or net earnings of the corporation shall inure to the benefit of, or be distributed to any individual. The corporation may, however, pay reasonable compensation for services rendered, and make other payments and distributions consistent with these Articles.

4.02 Personal Liability

No officer or director of this corporation shall be personally liable for the debts or obligations of THEOLOGICAL EVANGELICAL INSTITUTE OF FLORIDA INC. of any nature whatsoever, nor shall any of the property or assets of the officers or directors be subject to the payment of the debts or obligations of this corporation.

4.03 Dissolution

Upon termination or dissolution of the THEOLOGICAL EVANGELICAL INSTITUTE OF FLORIDA INC. any assets lawfully available for distribution shall be distributed to one (1) or more qualifying organizations described in Section 501(c)(3) of the Internal Revenue Code of 1986 (or described in any corresponding provision of any successor statute) which organization or organizations have a charitable purpose which, at least generally, includes a purpose similar to the terminating or dissolving corporation.

The organization to receive the assets of the THEOLOGICAL EVANGELICAL INSTITUTE OF FLORIDA INC. hereunder shall be selected by the discretion of a majority of the managing body of the THEOLOGICAL EVANGELICAL INSTITUTE OF FLORIDA INC. and if its members cannot so

agree, then the recipient organization shall be selected pursuant to a verified petition in equity filed in a court of proper jurisdiction against the THEOLOGICAL EVANGELICAL INSTITUTE OF FLORIDA INC. by one (1) or more of its managing body which verified petition shall contain such statements as reasonably indicate the applicability of this section. The court upon a finding that this section is applicable shall select the qualifying organization or organizations to receive the assets to be distributed, giving preference if practicable to organizations located within the State of FLORIDA.

In the event that the court shall find that this section is applicable but that there is no qualifying organization known to it which has a charitable purpose, which, at least generally, includes a purpose similar to this corporation, then the court shall direct the distribution of its assets lawfully available for distribution to the Treasurer of the State of FLORIDA to be added to the general fund.

4.04 Prohibited Distributions

No part of the net earnings or properties of this corporation, on dissolution or otherwise, shall inure to the benefit of, or be distributable to, its members, directors, officers or other private person or individual, 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 III, Section 3.01.

4.05 Restricted Activities

No substantial part of the corporation's activities shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene (including the publishing or distribution of statements) in any political campaign on behalf of or in opposition to any candidate for public office.

4.06 Prohibited Activities

Notwithstanding any other provision of these Articles, the corporation shall not carry on any activities not permitted to be carried on (I) by a corporation exempt from federal income tax as an organization described by Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (II) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE V **BOARD OF DIRECTORS**

5.01 Governance

THEOLOGICAL EVANGELICAL INSTITUTE OF FLORIDA INC. shall be governed by its board of directors.

5.02 Initial Directors

The initial directors of the corporation shall be ELEANOR LAWSON, JACQUES ST JEAN and FRANTZ SCHELESINGER DE MILORD.

5.03 Qualifications and Election of Directors'

In order to be eligible to serve as a director on the board of directors, the individual must be 18 years of age and an affiliate within affiliate classifications created by the board of directors. Directors may be elected at any board meeting by the majority vote of the existing board of directors. The election of directors to replace those who have fulfilled their term of office shall take place in January of each year as stated in the bylaws.

ARTICLE VI MEMBERSHIP

6.01 Membership

THEOLOGICAL EVANGELICAL INSTITUTE OF FLORIDA INC. shall have no members. The management of the affairs of the corporation shall be vested in a board of directors, as defined in the corporation's bylaws.

ARTICLE VII AMENDMENTS

7.01 Amendments

Any amendment to the Articles of Incorporation may be adopted by approval of two-thirds (2/3) of the board of directors.

ARTICLE VIII ADDRESSES OF THE CORPORATION

8.01 Corporate Address

The address of the corporation is:

THEOLOGICAL EVANGELICAL INSTITUTE OF FLORIDA INC.
940 N Pine Hills Road
Orlando, FL 32808

The mailing address of the corporation is:

THEOLOGICAL EVANGELICAL INSTITUTE OF FLORIDA INC.
940 N Pine Hills Road
Orlando, FL 32808

ARTICLE IX

APPOINTMENT OF REGISTERED AGENT


9.01 Registered Agent

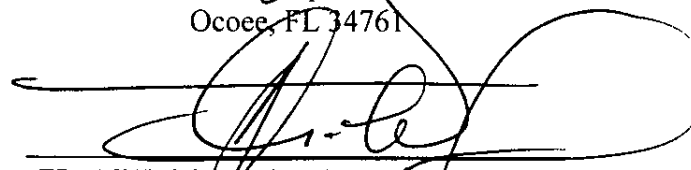
The registered agent of the corporation shall be:

FRANTZ SCHLESINGER DE MILORD
940 N Pine Hills Road
Orlando, FL 32808

**ARTICLE X
INCORPORATOR**

The incorporators of the corporation are as follow:


JACQUES ST JEAN
281 Calliope Street
Ocoee, FL 34761


FRANTZ SCHLESINGER DE MILORD
940 N. Pine Hills Road
Orlando, FL 32808

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CERTIFICATE OF ADOPTION OF ARTICLES OF INCORPORATION

We, the undersigned, do hereby certify that the above stated Articles of Incorporation of THEOLOGICAL EVANGELICAL INSTITUTE OF FLORIDA INC. 940 N Pine Hills Road, Orlando, FL 32808, were approved by the board of directors on 08/29/2016 and constitute a complete copy of Articles of Incorporation of the THEOLOGICAL EVANGELICAL INSTITUTE OF FLORIDA INC.

ELEANOR LAWSON
11902 Central Ave Apt 116 C
Chino, CA 91710

JACQUES ST JEAN
281 Calliope Street
Ocoee, FL 34761

FRANTZ SCHLESINGER DE MILORD
940 N. Pine Hills Road
Orlando, FL 32808

**ACKNOWLEDGMENT OF CONSENT
TO APPOINTMENT AS REGISTERED AGENT**

I, FRANTZ SCHLESINGER DE MILORD, agree to be the registered agent for THEOLOGICAL EVANGELICAL INSTITUTE OF FLORIDA INC. as appointed herein.


NAME, FRANTZ SCHLESINGER DE MILORD

Date: 9/19/2016

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