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TALLAHASSEE, FLORIDA
17 MAY -3 PM 5:03

M. MOON

MAY 03 2017

COVER LETTER

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

SUBJECT: Shema Israel Biblical 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: Shema Israel 40 Jorge Ortiz
Name (Printed or typed)

13590 S.W. 134 Avenue Suite 206
Address

Miami, Florida 33186
City, State & Zip

(305) 220-9060
Daytime Telephone number

jorgeortiz220@gmail.com
E-mail Address: (to be used for future annual report notification)

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

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TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
SHEMA ISRAEL BIBLICAL UNIVERSITY, INC.
A FLORIDA CORPORATION NOT FOR PROFIT

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ARTICLE I

NAME

The name of the Corporation is: **SHEMA ISRAEL BIBLICAL UNIVERSITY, INC.**

ARTICLE II

ENABLING LAW

The Corporation is organized pursuant to the Corporations Not For Profit law of the State of Florida, set forth in Chapter 617 of the Florida Statutes.

ARTICLE III

PRINCIPAL OFFICE

The principal office of the Corporation is 13590 SW 134th Avenue, Suite 206, Miami, Florida 33186.

ARTICLE IV

PURPOSES

The specific and primary purpose for which the Corporation is formed is:

1. To provide, impart, and furnish post-secondary studies as an institution of higher education or college.
2. Vocational Preparation areas of Biblical Studies and Krav Maga Training.
3. To establish, conduct and maintain one or more location, academies, preparatory schools, departments or colleges; such locations, academies, preparatory schools, departments or colleges, to be located in the city of Miami or elsewhere as may

deemed advisable.

4. To provide instruction that may or may not include a religious modifier, by educating the whole man, spiritually, mentally, physically, and socially.
5. To establish, maintain and conduct training in connection with such locations, academies, preparatory schools, departments or colleges.
6. To prepare students in post-secondary studies in vocations of ministry and leadership, counseling, marriage and family counseling, church administration, music and technology.
7. To grant to students completing studies High School, Associate Degrees, Bachelor Degrees, Master's Degrees, Doctoral Degrees, Doctor of Philosophy Degrees and professional certificates upon completion of degree programs.
8. To examine candidates for ministry and to ordain as ministers those who shall meet the requirements of leadership and ministry as Roeh, and Rabbi.
9. To provide internship and training opportunities.
10. To provide supervision to ministry family counselors.
11. To stimulate international acquaintance, fellowship and worship.
12. To receive, hold, invest and disburse all moneys or properties, or the income therefore, which may be invested or entrusted to the care of said corporation, whether by gift, grant, bequest, devise, or otherwise for educational purpose; to act as trustee for persons desiring to give or provide moneys or property, or the income therefore, for any one or more of the departments of the University and for any of the objects aforesaid; or for any educational purposes; and generally to pursue and promote all or any of the objects above named and to do all and every of the things necessary or pertaining to the accomplishment of said objects or any of them.

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OFFICE

13. To develop alliances with other organizations in the United States and abroad in furtherance of its purpose.
14. The corporation shall be operated exclusively for religious, charitable, scientific, literary and educational 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.
15. The Corporation shall have and exercise all rights and powers conferred upon corporations under the laws of the State of Florida; provided, however, that the Corporation is not empowered to engage in any activity that in itself is not in furtherance of its purposes as set forth in this Article.

ARTICLE V

MEMBERSHIP AND MANNER OF ELECTION

(a) The qualification for members and the manner of their admission to membership shall be regulated by the bylaws of the Corporation. Qualification shall be available only to persons who have interest in the promulgation and furtherance of the teachings of the Messianic Jewish faith in general and similar to Shema Israel Yeshiva Congregation Inc.

(b) The authority for all affairs of the Corporation shall be in a Board of Directors consisting of at least three (4) directors who shall have and may exercise all the powers of the Corporation as permitted by federal law, state law, these Articles of Incorporation, and the By-laws of the Corporation as from time to time in effect. The members of the Board of Directors shall be elected or appointed pursuant to the method set forth in the By-laws of the Corporation. The first Board of Directors shall be three (4) in number, and their names and addresses being as

follows:

1. Shema Israel Yeshiva Congregation Inc. - President
13590 SW 134th Street, Suite 109
Miami, FL 33186
2. Jorge Ortiz, Roeh/Treasurer
13590 SW 134th Street, Suite 109
Miami, FL 33186
3. Miryam Perez, Mora/Vice President
13590 SW 134th Street, Suite 109
Miami, FL 33186
4. Robert Ortiz, Secretary
401 SW 130th Avenue
Davie, Florida 33325

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(c) Elective Officers. The officers of the Corporation shall be Treasurer, Vice President, and Secretary. Other offices and officers may be established or appointed by members of the Corporation at any meeting of the Board of Directors. The qualifications, the time and manner of electing or appointing, the duties of, the terms of office, and the manner of removing officers shall be as set forth in the bylaws.

The officers who are to serve until the first election of officers under these Articles of Incorporation are:

Jorge Ortiz -
Miryam Perez
Robert Ortiz

Treasurer
Vice President
Secretary

ARTICLE VI

INITIAL BOARD OF DIRECTORS

The names of the initial Board of Directors are as follows:

1. Shema Israel Yeshiva Congregation Inc. - President
13590 SW 134th Street, Suite 109

Miami, FL 33186

2. Jorge Ortiz, Roeh/Treasurer

13590 SW 134th Street, Suite 109

Miami, FL 33186

3. Miryam Perez – Mora/ Vice President

13590 SW 134th Street, Suite 109

Miami, FL 33186

4. Robert Ortiz- Secretary

401 SW 130th Avenue

Davie, Florida 33325

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ARTICLE VII

INITIAL REGISTERED AGENT AND OFFICE

The address of its initial registered office in the State of Florida is 13590 SW 134th Avenue, Suite 206, Miami, Florida 33186, and the name of its initial registered agent at said address is:

Jorge Ortiz.

ARTICLE VIII

INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is:

Jorge Ortiz, 13590 SW 134th Avenue, Suite 206, Miami, Florida 33186.

ARTICLE IX

EARNINGS AND ACTIVITIES OF CORPORATION

(a) No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its 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 these Articles of Incorporation.

(b) No substantial part of the activities of the Corporation shall be the carrying on 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.

(c) Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not carry on any other activities not permitted to be carried on (i) by a corporation exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code, (ii) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code or (iii) by a nonprofit corporation organized under the laws of the State of Florida.

(d) Notwithstanding any other provision of these Articles, the Corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of the Corporation.

ARTICLE X

INDEMNIFICATION

The Corporation shall indemnify, to the fullest extent allowed by law, any person who was or is a party, or is threatened to be made a party, to any threatened, pending or contemplated action, suit or proceeding, whether civil, criminal, administrative or investigative (other than an action by or in the name of the Corporation) by reason of the fact that he or she is or was a director, employee, officer or agent of the Corporation.

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ARTICLE XI

BYLAWS

Bylaws will be hereinafter adopted at the first meeting of the Board of Directors. Such bylaws may be amended or repealed, in whole or in part, by the Board of Directors in the manner provided therein. Any amendments to the bylaws shall be binding on the Corporation.

ARTICLE XII

AMENDMENT OF ARTICLES

Amendments to these Articles of Incorporation may be made by a resolution adopted by the Board of Directors.

ARTICLE XIII

DISSOLUTION

The Corporation shall be dissolved and its affairs wound up by a two-thirds vote of the Board of Directors. Upon dissolution of the Corporation, the Board of Directors shall, after paying or making provisions for the payment of all of the liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for the purpose of the Corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable or educational, purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by a Court of competent jurisdiction in the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations as such Court shall determine, which are organized and operated exclusively for such purposes.

The undersigned constituting the subscriber of the Corporation, for the purpose of forming the Corporation not for profit under the laws of the State of Florida, has executed these Articles of

Incorporation this 18th day of April, 2017.

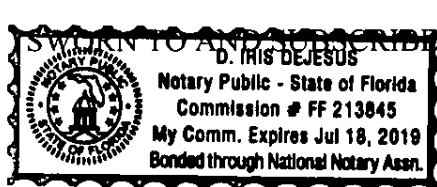


Jorge Ortiz
Incorporator

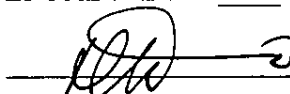
STATE OF FLORIDA)

COUNTY OF MAIMI-DADE)

BEFORE ME, a Notary Public in and for the State of Florida duly commissioned, personally appeared Jorge Ortiz, to me personally known, and known to me to be the same person described herein and who executed the within Articles of Incorporation and who acknowledged the same to be her act and deed.



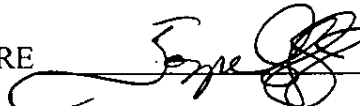
SWORN TO AND SUBSCRIBED BEFORE ME this 18th day of April, 2017.



Notary Public State of Florida

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT OF 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 I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE



Jorge Ortiz

Registered Agent

DATE:
Filed By:

Jorge Ortiz
13590 SW 134th Avenue Suite 206
Miami, Florida 33186

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