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**ARTICLES OF INCORPORATION  
OF  
MIAMI CHRISTIAN ATTORNEYS, INC.  
a Florida Not-For-Profit Corporation**

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**ARTICLE I  
Corporate Name**

The name of this corporation is **MIAMI CHRISTIAN ATTORNEYS, INC.**

**ARTICLE II  
Principal Office & Duration**

The principal office address is 2525 Ponce de Leon Blvd., Floor 9, Miami, Fl. 33134.

The term of existence of the corporation is perpetual.

**ARTICLE III  
Corporate Nature**

This is a nonprofit corporation, organized solely for general purposes pursuant to the Florida Not For Profit Corporation Act set forth in Chapter 617 of the Florida Statutes, and exclusively for exempt purposes allowed under IRC §501(c)(3).

**ARTICLE IV  
Purposes**

- a. The specific and primary purpose for which this corporation is formed is to proclaim Jesus as Lord through all that we do in the field of law and other disciplines; to provide a means of society, fellowship and nurture among Christian lawyers. to encourage Christian lawyers to view law as ministry; to clarify and promote the concept of the Christian lawyer and to help Christian lawyers integrate their faith with their professional lives; to mobilize, the resources needed to promote justice, religious liberty and reconciliation; to encourage, disciple and aid Christian students in preparing for the legal profession; to provide a forum for the discussion of problems relating to Christianity and the law; to cooperate with bar associations and other organizations in asserting and maintaining high standards of legal ethics; to encourage

lawyers to furnish legal services to the poor and needy and grant special consideration to the legal needs of churches and other charitable organizations and engage in all other activities in a manner that qualifies as charitable, religious purposes under the Section 501(c)(3) of the Internal Revenue Code., and any other related or corresponding purposes by the distribution of its funds exclusively for such exempt purposes.

- b. This corporation, generally, is organized and shall be operated as a nonprofit corporation exclusively as a corporation or foundation organized and operated exclusively for religious, charitable, scientific, testing for public safety, literary, or educational purposes, or for the prevention of cruelty to animals, within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, including, but not limited to, the specific purpose of lending support to other corporations or foundations organized and operated exclusively for such purposes.

## **ARTICLE V**

### **Management of Corporate Affairs**

a. Board of Directors. The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Directors. The number of Directors of the corporation shall initially be five (5), provided, however, that such number may be changed by a bylaw duly adopted by the members.

The Directors named herein as the first Board of Directors shall hold office until the first meeting of members at which time an election of Directors shall be held.

Directors elected at the first annual meeting, and at all times thereafter, shall serve for a term as provided in the Bylaws of this corporation. Annual meetings shall be held at such place or places as the Bylaws may designate.

Any action required or permitted to be taken by the Board of Directors under any provision of law may be taken without a meeting, if all members of the board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the board, and any such action by written consent shall have the

same force and effect as if taken by unanimous vote of the Directors. Any certificate or other document filed under any provision of law which relates to action so taken shall state that the action was taken by unanimous written consent of the Board of Directors without a meeting, and that the Articles of Incorporation and the Bylaws of this corporation authorize the Directors to so act. Such a statement shall be prima facie evidence of such authority.

The names and addresses of such initial members of the Board of Directors are as follows:

<u>Name</u>	<u>Address</u>
Gomez, Yohan	14411 Commerce Way, Ste. 400, Miami Lakes, FL 33016
Neslage, Kevin	2860 SW 29 <sup>th</sup> Place, Miami, FL 33133
Barroso, Yasmany	1350 NW 13 <sup>th</sup> Avenue, Miami, FL 33136
Latour, Tyrone A.	6190 Woodlands Blvd., #120, Tamarac, FL 33319
Onias, Marlon	1451 W. Cypress Creek Rd., Ste. 300, Ft. Lauderdale, FL 33309

b. Corporate Officers. The corporate officers of this corporation shall be the following: President, Vice-President, Secretary and Treasurer, and such other officers as the Bylaws of **MIAMI CHRISTIAN ATTORNEYS, INC.** may authorize. Initially, such officers shall be:

<u>Name</u>	<u>Position</u>	<u>Address</u>
Gomez, Yohan	President	14411 Commerce Way, Ste. 400, Miami Lakes, FL 33016
Neslage, Kevin	Vice President	2860 SW 29 <sup>th</sup> Place, Miami, FL 33133
Barroso, Yasmany	Secretary	1350 NW 13 <sup>th</sup> Avenue, Miami, FL 33136
Latour, Tyrone A.	Treasurer	6190 Woodlands Blvd., #120, Tamarac, FL 33319

## **ARTICLE VI**

### **Earnings & Activities of Corporation**

a. No part of the net earnings of the corporation 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 purpose set forth in Article IV hereof.

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, 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 (or the corresponding provision of any future United States Internal Revenue Law); or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code (or the corresponding provision of any future United States Internal Revenue Law).

d. Notwithstanding any other provision of these articles, this 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 this corporation.

## **ARTICLE VII**

### **Distribution of Assets**

Upon dissolution of the corporation, and after paying or making provision for the payment of all of the liabilities of the corporation, all of the assets of the corporation shall be distributed exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under section 501(c) (3) of the Internal Revenue Code (or corresponding provision of any future United States Internal Revenue Law), 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.

**ARTICLE VIII**  
**Membership**

- a. The corporation has no members, initially.
- b. The corporation shall have the ability to have members if it so chooses.
- c. If, at any time, the corporation has members, the corporation shall have three classes of members (regular, student and associate members) and no more than one membership may be held by any one person. Each regular member shall be entitled to one vote.
- d. If, at any time, the corporation has members, any person paying the dues provided for by the Bylaws and agreeing to be bound by the Articles of Incorporation and the Bylaws of the corporation and by such rules and regulations as the Directors may from time to time adopt, is eligible for membership.
- e. A prospective member shall be eligible for membership upon satisfaction of the requirements set forth in the Bylaws.

**ARTICLE IX**  
**Amendment of Bylaws**


Subject to the limitations contained in the Bylaws, and any limitations set forth in the Florida Not For Profit Corporation Act, concerning corporate action that must be authorized or approved by the members of the corporation, Bylaws of this corporation may be made, altered, rescinded, added to, or new Bylaws of this corporation may be adopted, either by a resolution of the Board of Directors, or by following the procedure set forth in the Bylaws.

**ARTICLE X**  
**Dedication of Assets**

The property of this corporation is irrevocably dedicated to purposes, and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer or member thereof, or to the benefit of any private individual.

**ARTICLE XI**  
**Registered Agent and Office**

The address of the corporation's initial registered office shall be 2525 Ponce De Leon Blvd., Floor 9, Miami, FL 33134, and the name of its initial registered agent at said address shall be ERICA SCOTT. Erica Scott, by signing below, affirms that she is familiar with, and accepts, the obligations of the position as Registered Agent.

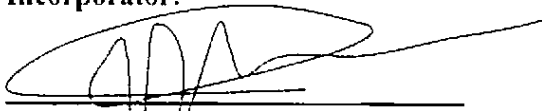
*Signature and acceptance of Registered Agent:*  *Date:* 7/22/19

**ARTICLE XII**  
**Amendment of Articles**

Amendments of these Articles of Incorporation may be proposed by a resolution adopted by the Board of Directors and presented to a quorum of members for their vote, or as may otherwise be set forth in the Bylaws for the amending of the articles of incorporation.

The undersigned, being the incorporator of this corporation, for the purpose of forming this nonprofit corporation under the laws of the State of Florida, has executed these Articles of incorporation this 8<sup>th</sup> day of May, 2019.

**Incorporator:**

  
\_\_\_\_\_  
Faudlin Pierre  
600 Southwest 4<sup>th</sup> Avenue  
Fort Lauderdale, FL 33315

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